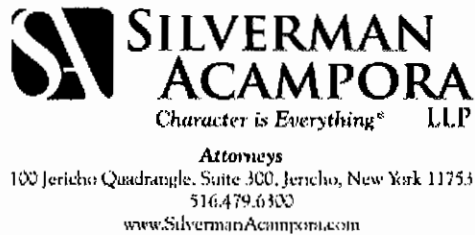


EXHIBIT D



Invoice submitted to:

Fed ID # 11-3489052

Official Committee of Unsecured Creditors

Invoice Date: November 14, 2017

066648 1 Client # 066648 Official Committee of Unsecured Creditors
Matter # 1 Dowling College

Invoice # 122308
Professional services

			<u>Hours</u>	<u>Amount</u>
	<u>Asset Sale</u>			
10/06/17	BWP	Review statements of no objection with respect to residential sales; draft correspondence to Stephanie Sweeney regarding status of same and review reply	0.40	130.00
10/09/17	KPS	Review bid and procedures documents	0.10	69.50
10/11/17	RJF	Conference with Kenneth P. Silverman regarding continuing marketing and sales preparation for Brookhaven sale; discuss press release contend	0.20	117.00
10/11/17	KPS	Conference with Ronald J. Friedman regarding continuing marketing and sales preparation for Brookhaven sale; discuss press release content	0.20	139.00
10/12/17	BWP	Review updated Brookhaven Sale materials (.4); draft correspondence to Bob Rosenfeld regarding same and review reply (.2)	0.60	195.00
10/13/17	KPS	Memorandum to Brian Powers regarding bidding procedures and press release for marketing Brookhaven	0.20	139.00
10/13/17	BWP	Review correspondence from Bob Rosenfeld regarding Brookhaven sale press release; review release	0.20	65.00
10/16/17	RJF	Conference with Kenneth P. Silverman regarding hearing on approval of bid and sales procedures; marketing concerns and broker issues	0.30	175.50

066648	Committee	Unsecured Creditors	Invoice # 122308	Page 2
10/16/17	KPS	Conference with Ronald J. Friedman regarding hearing on approval of bid and sale procedures, marketing advertisements and broker issues	0.20	139.00
10/16/17	KPS	Conference with Ronald J. Friedman regarding hearing on approval of bid and sales procedures; marketing concerns and broker issues	0.30	208.50
10/17/17	BWP	Review correspondence from multiple parties regarding revisions to Brookhaven sale documents; review revised documents	0.60	195.00
10/18/17	RJF	Conference with Kenneth P. Silverman regarding continuing marketing and sales issues	0.20	117.00
10/18/17	KPS	Conference with Ronald J. Friedman regarding continuing marketing and sales issues	0.20	139.00
10/19/17	KPS	Conference with Brian Powers regarding resolution of broker dispute and sales and marketing procedures	0.20	139.00
10/19/17	BWP	Conference with Kenneth P. Silverman regarding revisions to sales procedures	0.20	65.00
10/24/17	RJF	Telephone call from Ian Hammel counsel to Oppenheimer	0.30	175.50
10/24/17	RJF	Conference call with parties re Brookhaven sale status	0.30	175.50
10/26/17	BWP	Review notice of proposed sale of 56 Van Bomel Boulevard, Oakdale; research regarding market value in connection with same	0.40	130.00
10/30/17	RJF	Review broker communications regarding visits by prospective buyers for Brookhaven campus sale	0.20	117.00
10/31/17	RJF	Prepare for conference call with parties regarding Brookhaven sale process and interested bidders; review broker status memorandum regarding confidentiality agreements and inspections	0.50	292.50
Subtotal		Asset Sale	5.80	\$2,923.00
<u>Case Administration</u>				
10/06/17	BWP	Review Debtor's motion to extend exclusivity	0.30	97.50
10/19/17	BWP	Review Debtor's monthly operating report	0.30	97.50
10/20/17	BWP	Telephone call with Mary Ellen Bridgewood regarding case status	0.20	65.00
Subtotal		Case Administration	0.80	\$260.00
<u>Fee Application</u>				
10/02/17	BWP	Review monthly fee statement of KWJSS	0.30	97.50
10/02/17	BWP	Review monthly fee statement of Farrell Fritz	0.20	65.00
10/06/17	BWP	Review monthly fee statement of RSR consulting	0.30	97.50

066648	Committee	Unsecured Creditors	Invoice # 122308	Page	3
10/09/17	BWP	Review monthly fee statement of Farrell Fritz	0.30		97.50
10/09/17	BWP	Review monthly fee statement of FPM Group	0.20		65.00
10/11/17	BWP	Revise legal bill for compliance with UST guidelines	1.20	No Charge	
10/17/17	BWP	Review and reply to e-mail from Sean Southard regarding interim fee applications	0.20		65.00
10/17/17	BWP	Draft second interim fee application	1.50		487.50
10/18/17	BWP	Continue drafting second interim fee application	2.30		747.50
10/18/17	BWP	Review monthly fee statement of Smith & Downey	0.20		65.00
10/19/17	BWP	Prepare monthly fee statement	0.20		65.00
10/24/17	BWP	Continue drafting second interim fee application of SilvermanAcampora	3.20		1,040.00
10/25/17	BWP	Revise second interim fee application	1.20		390.00
10/26/17	BWP	Revise second interim fee application; ensure proper filing and service of same	3.40		1,105.00
10/26/17	MC	E File Second Interim Application of SilvermanAcampora LLP, as Counsel to the Official Committee of Unsecured Creditors, for Allowance of Compensation for Period April 1, 2017 through and including September 30, 2017, and Reimbursement of Expenses, together with Supporting Exhibits A through E	0.10		15.00
10/27/17	BWP	Review fee application of Klestadt Winters Jureller Southard & Stevens, LLP	0.80		260.00
10/27/17	BWP	Review fee application of Hilco IP Services, LLC	0.40		130.00
10/27/17	BWP	Review fee application of Eichen & DiMeglio, P.C.	0.40		130.00
10/27/17	BWP	Review fee application of FPM Group, LTD	0.30		97.50
10/27/17	BWP	Review fee application of Farrell Fritz, P.C.	0.30		97.50
Subtotal Fee Application			17.00		\$5,117.50
<u>Financing</u>					
10/03/17	KPS	Conference with Brian Powers regarding pay-down of DIP financing loan	0.20		139.00
10/03/17	BWP	Conference with Kenneth P. Silverman regarding pay-down of DIP financing loan	0.20		65.00
10/03/17	BWP	Review correspondence from Neil Bivona regarding paydown of secured debt; review documents in connection with same	0.40		130.00
10/05/17	KPS	Review Neil Bivona's analysis of DIP paydown	0.10		69.50
10/05/17	BWP	Review updated spreadsheet with respect to paydown of DIP and prepetition secured debt	0.50		162.50
Subtotal Financing			1.40		\$566.00

066648 Committee Unsecured Creditors

Invoice # 122308

Page 4

Litigation

10/01/17	ACA	Call Chad Shandler of CohnRenick regarding D&O issues	0.10	62.50
10/02/17	ACA	Analyze insider claims and potential litigation issues	6.80	4,250.00
10/03/17	ACA	Analyze insider claims and potential litigation issues	5.50	3,437.50
10/06/17	KPS	Conference with Ronald J. Friedman regarding continuing marketing and sales strategy for Brookhaven property	0.20	139.00
10/09/17	ACA	Review documentation and formulate document demands in connection with potential claims against insiders	2.00	1,250.00
10/10/17	ACA	Continue analysis of D&O claims	1.20	750.00
10/10/17	ACA	Prepare informal document requests for Board of Trustees and CohnReznick	1.00	625.00
10/11/17	ACA	Continue insider claim analysis	2.30	1,437.50
10/12/17	ACA	Continue analysis of insider claims and formulate document demands and timeline	4.10	2,562.50
10/13/17	ACA	Review and analyze KPMG audit results and recommendations for 2013, 2014, and 2015	2.20	1,375.00
10/18/17	ACA	Conference with KPS regarding D&O issues	0.50	312.50
10/18/17	KPS	Conference with Anthony C. Acampora regarding potential common law recovery actions; review board minutes	0.50	347.50
Subtotal Litigation			<u>26.40</u>	<u>\$16,549.00</u>

Plan/Disclose

10/12/17	BWP	Telephone call with Joe Corneau regarding plan outline and provisions	0.50	162.50
Subtotal Plan/Disclose			<u>0.50</u>	<u>\$162.50</u>

Ret Orders

10/06/17	BWP	Review Debtor's application to retain Baker Tilly	0.30	97.50
Subtotal Ret Orders			<u>0.30</u>	<u>\$97.50</u>

For professional services rendered 52.20 \$25,675.50

Atty/Para Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Acampora, Anthony C.	25.70	625.00	\$16,062.50
Cohen, Melissa	0.10	150.00	\$15.00
Friedman, Ronald J	2.00	585.00	\$1,170.00

066648	Committee Unsecured Creditors	Invoice # 122308	Page 5
Powers, Brian W.		22.00 325.00	\$6,760.00
Silverman, Kenneth P		2.40 695.00	\$1,668.00
		<u>52.20</u>	<u>\$25,675.50</u>

Disbursements

10/19/2017	FedEx Web Services to:Dowling College	10.91
10/19/2017	FedEx Web Services to:Klestadt & Winters	10.91
10/19/2017	FedEx Web Services to:Mintz	10.91
10/19/2017	FedEx Web Services to:Schulte Roth & Zabel LLP	10.91
10/19/2017	FedEx Web Services to:White & Case LLP	10.91
10/19/2017	FedEx Web Services to:ACA Financial Guaranty Corp.	10.91
10/19/2017	FedEx Web Services to:Office of the United States Trustee EDNY	10.91

TOTAL	<u>\$76.37</u>
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Disbursement Summary

015	Postage	\$76.37
		<u>\$76.37</u>

Previous Balance	\$78,719.60
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Balance due	<u><u>\$104,471.47</u></u>
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Invoice submitted to:

Fed ID # 11-3489052

Official Committee of Unsecured Creditors

Invoice Date: December 18, 2017

066648 1 Client # 066648 Official Committee of Unsecured Creditors
Matter # 1 Dowling College

Invoice # 122945

Professional services

			<u>Hours</u>	<u>Amount</u>
	<u>Asset Sale</u>			
11/02/17	RJF	Telephone call with B. Pfeiffer counsel to ACA regarding Brookhaven sale status	0.20	117.00
11/06/17	KPS	Memorandum to Brian Powers regarding status of sale of residential real property and Oakdale campus	0.20	139.00
11/13/17	RJF	Conference with Kenneth P. Silverman regarding status of sale	0.20	117.00
11/13/17	KPS	Conference with Ronald J. Friedman regarding status of sale	0.20	139.00
11/14/17	KPS	Conference with Ronald J. Friedman regarding status of Brookhaven sale and plan aspects	0.20	139.00
11/14/17	RJF	Conference call with parties on Brookhaven sale status	0.50	292.50
11/14/17	RJF	Telephone call with Bob Rosenfeld regarding status of sale process	0.20	117.00
11/17/17	RJF	Conference with Kenneth P. Silverman regarding status of sale and marketing campaign for Brookhaven campus	0.20	117.00
11/17/17	KPS	Conference with Ronald J. Friedman regarding status of sale and marketing campaign for Brookhaven campus	0.20	139.00
11/20/17	RJF	Telephone call with Sean Southard counsel to	0.30	175.50

066648	Committee	Unsecured Creditors	Invoice # 122945	Page	2
		Debtor regarding Brookhaven sale process and timing, WARN Act discussions and upcoming hearings			
11/21/17	KPS	Review auction status report- Dowling College Brookhaven campus in preparation for status conference call	0.20		139.00
11/21/17	KPS	Prepare for and participated in teleconference with brokers and secured creditors and debtors' counsel regarding status of marketing and sale of Brookhaven campus	0.60		417.00
11/21/17	BWP	Conference call with working group regarding Brookhaven sale status	0.60		195.00
11/21/17	BWP	Review brokers' status report on Brookhaven marketing process	0.30		97.50
11/21/17	BWP	Review correspondence from Sean Southard regarding revised sale timeline	0.10		32.50
11/27/17	KPS	Review Brookhaven campus status	0.10		69.50
11/27/17	BWP	Review Brookhaven marketing report	0.30		97.50
11/30/17	BWP	Conferece with Kenneth P. Silverman preparation of agenda for creditors committee conference	0.20		65.00
11/30/17	KPS	Conference with Brian Powers regarding preparation of agenda for creditors committee conference	0.20		139.00
11/30/17	BWP	Review notice of proposed sale of 88 Central Boulevard, Oakdale, NY; research regarding proper valuation of property in connection with same	0.40		130.00
		Subtotal	Asset Sale	<hr/>	<hr/>
				5.40	\$2,874.00

Case Administration

11/02/17	RJF	Conference with Kenneth P. Silverman regarding establishin agenda for creditor committee meeting	0.10		58.50
11/02/17	BWP	Conference with Ronald J. Friedman regarding correspondence to UMB regarding bond reserves and accounting	0.20		65.00
11/02/17	RJF	Conference with Brian Powers regarding correspondence to UMB re bond reserves and accounting	0.20		117.00
11/02/17	KPS	Conference with Ronald J. Friedman regarding establishing agenda for creditor committee meeting	0.10		69.50
11/14/17	RJF	Telephone call with Bob Rosenfeld regarding WARN action status of discovery	0.10		58.50
11/14/17	BWP	Review Debtor's monthly operating report	0.30		97.50
11/16/17	BWP	Review motion for relief from stay filed by Martin Schoenhals	0.50		162.50

066648	Committee	Unsecured Creditors	Invoice # 122945	Page	3
11/16/17	BWP	Review information provided by UMB regarding balances for prepetition bonds and DIP	0.40		130.00
11/21/17	BWP	Conference with Kenneth P. Silverman regarding preparation of agenda for creditors' committee conference call	0.20		65.00
11/21/17	KPS	Conference with Brian Powers regarding preparation of agenda for creditors' committee conference call	0.20		139.00
11/21/17	BWP	Draft correspondence to Committee regarding upcoming call	0.20		65.00
11/27/17	RJF	Conference with Kenneth P. Silverman regarding preparation for status conference; discuss creditors' committee conference call and sale of Brookhaven campus	0.20		117.00
11/27/17	RJF	Attend status conference hearings, fee application hearing and WARN act pre trial conference	1.00		585.00
11/27/17	RJF	Prepare for interim fee application hearing, WARN act pre trial conference	1.00		585.00
11/27/17	KPS	Conference with Ronald J. Friedman regarding preparation for status conference; discuss creditors' committee conference call and sale of Brookhaven campus	0.20		139.00
11/28/17	KPS	Memorandum to Brian Powers regarding scheduling creditors' committee conference call and preparation of agenda	0.10		69.50
11/28/17	BWP	Review and reply to correspondence from Committee members regarding upcoming Committee call	0.30		97.50
11/30/17	BWP	Prepare agenda for upcoming Committee meeting	0.30		97.50
		Subtotal	Case Administration	5.60	\$2,718.00
<u>Fee Application</u>					
11/06/17	BWP	Review monthly compensation report filed by RSR Consulting	0.30		97.50
11/13/17	BWP	Revise legal bill for compliance with UST guidelines	1.20		No Charge
11/15/17	KPS	Review monthly fee application and memo to Brian Powers	0.20		139.00
11/15/17	BWP	Prepare monthly fee statement	0.20		No Charge
11/16/17	BWP	Review monthly fee statement of Klestadt firm	0.40		130.00
11/17/17	BWP	Review monthly fee statement of Smith & Downey	0.20		65.00
11/27/17	BWP	Review file and prepare exhibits in connection with hearing on fee application	0.80		260.00
		Subtotal	Fee Application	3.30	\$691.50

066648 Committee Unsecured Creditors

Invoice # 122945

Page 4

Financing

11/03/17	RJF	Revise and finalize letter to UMB Bank regarding accounting of funds	0.20	117.00
	Subtotal	Financing	<u>0.20</u>	<u>\$117.00</u>

Litigation

11/03/17	BWP	Draft correspondence to UMB requesting accounting of prepetition bonds and DIP funds	0.70	227.50
11/08/17	ACA	Follow up on CohnReznick document request	0.10	62.50
11/10/17	ACA	Conference with Kenneth P. Silverman regarding continuing discovery on board of director issues	0.20	125.00
11/10/17	KPS	Conference with Anthony C. Acampora regarding continuing discovery on board of director issues	0.20	139.00
11/14/17	RJF	Review correspondence with prior CRO (Cohn Reznick) regarding document production requested	0.20	117.00
11/17/17	KPS	Review Martin Schoenhals motion for relief from stay to pursue federal and state age discrimination litigation; memo to Ronald J. Friedman	0.30	208.50
11/27/17	RJF	Conference with plaintiffs counsel in WARN action, with Sean Southard counsel to the debtor regarding potential compromise	0.20	117.00
11/27/17	ACA	Conference with Ronald J. Friedman regarding sale and D&O issues (.30); analyze potential litigation claims (3.0)	3.30	2,062.50
11/28/17	ACA	Continue document review and claim analysis	3.10	1,937.50
11/29/17	ACA	Email to Sean Southard regarding informal document discovery relating to Board and CohnReznick	0.10	62.50
	Subtotal	Litigation	<u>8.40</u>	<u>\$5,059.00</u>

Plan/Disclose

11/14/17	RJF	Conference with Kenneth P. Silverman regarding status of Brookhaven sale and plan aspects	0.20	117.00
11/17/17	BWP	Review Debtor's draft plan	1.30	422.50
11/20/17	BWP	Review and revise Debtor's chapter 11 plan	3.30	1,072.50
11/21/17	RJF	Call with Sean Southard regarding upcoming hearings and Brookhaven sale status and process. Review plan items	0.50	292.50
11/21/17	BWP	Continue review of Debtor's draft chapter 11 plan	1.20	390.00
11/27/17	RJF	Conference with Bob Rosenfeld and Sean Southard and Howard Kleinberg regarding status conference items and plan discussion	0.20	117.00
11/29/17	BWP	Telephone call with Joe Corneau regarding plan	0.30	97.50

066648	Committee Unsecured Creditors	Invoice # 122945	Page 5
11/30/17	BWP Prepare memorandum to Committee regarding Debtor's proposed plan	1.80	585.00
	Subtotal	8.80	\$3,094.00

For professional services rendered	31.70	\$14,553.50
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Atty/Para Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Acampora, Anthony C.	6.80	625.00	\$4,250.00
Friedman, Ronald J	5.70	585.00	\$3,334.50
Powers, Brian W.	16.00	325.00	\$4,745.00
Silverman, Kenneth P	3.20	695.00	\$2,224.00
	<u>31.70</u>		<u>\$14,553.50</u>

Disbursements

11/15/2017	FedEx Web Services to:Dowling College c/o RSR Consulting	10.78
11/15/2017	FedEx Web Services to:Klestadt & Winters	10.78
11/15/2017	FedEx Web Services to:Mintz	10.78
11/15/2017	FedEx Web Services to:Schulte Roth & Zabel LLP	10.78
11/15/2017	FedEx Web Services to:White & Case LLP	10.78
11/15/2017	FedEx Web Services to:ACA Financial Guaranty Corp.	10.78
11/15/2017	FedEx Web Services to:Office of the United States Trustee (EDNY)	10.78

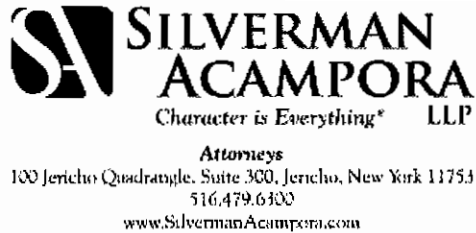
TOTAL	<u>\$75.46</u>
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Disbursement Summary

015	Postage	\$75.46
		<u>\$75.46</u>

Previous Balance	\$42,656.20
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Balance due	<u><u>\$57,285.16</u></u>
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Invoice submitted to:

Fed ID # 11-3489052

Official Committee of Unsecured Creditors

Invoice Date: January 5, 2018

066648 1 Client # 066648 Official Committee of Unsecured Creditors
Matter # 1 Dowling College

Invoice # 123492

Professional services

			<u>Hours</u>	<u>Amount</u>
<u>Asset Sale</u>				
10/31/17	RJF	Review items from brokers regarding marketing status	0.40	234.00
12/04/17	KPS	Review amended notice concerning extension of Brookhaven campus bid and sale deadlines	0.20	139.00
12/05/17	RJF	Receive and review correspondence from Bob Rosenfeld regarding Brookhaven sale process items	0.20	117.00
12/06/17	RJF	Review sale process communications	0.20	117.00
12/06/17	RJF	Call with Bob Rosenfeld regarding Oakdale residential asset sales	0.30	175.50
12/06/17	RJF	Review status of Brookhaven sale process, marketing and potential for stalking horse, confer with parties regarding same	0.50	292.50
12/07/17	RJF	Telephone call from Bob Rosenfeld regarding residential real property sales pertaining to Oakdale properties	0.30	175.50
12/07/17	RJF	Receive and review correspondence from Bob Rosenfeld regarding Oakdale residential real estate sales and strategy for brokering remaining properties, market value indicators etc.	0.20	117.00
12/12/17	RJF	Conference with Kenneth P. Silverman regarding continuing marketing and sale of Brookhaven campus and potential stalking horse contract issues	0.20	117.00

066648	Committee	Unsecured Creditors	Invoice # 123492	Page 2
12/12/17	KPS	Conference with Ronald J. Friedman regarding continuing marketing and sale of Brookhaven campus and potential stalking horse contract issues	0.20	139.00
12/21/17	BWP	Conference with Kenneth P. Silverman regarding marketing and sale status for Brookhaven campus	0.20	70.00
12/21/17	KPS	Conference with Brian Powers regarding marketing and sale status for Brookhaven campus	0.20	139.00
12/26/17	RJF	Review Brookhaven Sale process items	0.50	292.50
Subtotal		Asset Sale	<u>3.60</u>	<u>\$2,125.00</u>

Case Administration

12/04/17	BWP	Prepare memorandum to Committee in advance of upcoming meeting	1.60	520.00
12/05/17	RJF	Review agenda items for Committee conference call	0.20	117.00
12/05/17	RJF	Prepare outline of presentation for Committee Conference Call	0.50	292.50
12/05/17	BWP	Finalize case status memorandum in connection with Committee meeting	0.80	260.00
12/06/17	RJF	Participate and conduct committee conference call	1.10	643.50
12/06/17	KPS	Conference with Ronald J. Friedman regarding preparation for conference call with creditors' committee; review agenda	0.40	278.00
12/06/17	BWP	Teleconference with Committee regarding case status, Brookhaven Sale, Residential Sale, proposed plan, and other issues (1.1); follow up call with Mike Lo Russo regarding same (.3)	1.40	455.00
12/06/17	KPS	Prepare for and participate in conference call with Creditors' Committee concerning case status	1.10	764.50
12/21/17	KPS	Review cash flow projections and budget; memo to Ronald J. Friedman regarding line items	0.20	139.00
12/27/17	BWP	Telephone call with Sean Southard regarding WARN claim settlement and plan issues	0.50	162.50
12/28/17	BWP	Review Debtor's monthly operating report	0.40	130.00
Subtotal		Case Administration	<u>8.20</u>	<u>\$3,762.00</u>

Fee Application

12/18/17	BWP	Revise legal bill for compliance with UST guidelines	1.10	No Charge
12/20/17	BWP	Prepare monthly fee statement	0.30	No Charge
12/22/17	BWP	Review monthly fee statement of Klestadt firm	0.40	130.00
Subtotal		Fee Application	<u>1.80</u>	<u>\$130.00</u>

Financing

12/21/17	BWP	Review correspondence from Neil Bivona regarding	0.40	130.00
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066648	Committee Unsecured Creditors	Invoice # 123492	Page 3
DIP budget extension; review proposed budget			
	Subtotal	Financing	
		0.40	\$130.00
<u>Litigation</u>			
10/31/17	RJF	Review items on Bond claims and UMB trustee accounting request	0.20 117.00
12/04/17	ACA	Call with Sean Southard regarding document discovery	1.00 625.00
12/14/17	ACA	Call from Sean Southard regarding document production	0.20 125.00
12/15/17	RJF	Telephone call from Sean Southard counsel to Debtor regarding status of WARN negotiations	0.30 175.50
12/15/17	RJF	Receive and review correspondence from Sean Southard and Rene Roupinian counsel to WARN plaintiffs with accompanying excel documents with settlement proposal	1.10 643.50
12/18/17	ACA	Review CohnReznick documents	1.60 1,000.00
12/18/17	KPS	Telephone call to Ronald J. Friedman regarding age discrimination complaint; debtors limited relief and WARN Act pre-trial conference and continuing negotiations and adjourned pre-trial conference	0.20 139.00
12/18/17	BWP	Teleconference with Debtor's counsel and WARN counsel regarding proposed settlement of claim	0.40 130.00
12/18/17	BWP	Review spreadsheet provided by Debtor with respect to potential WARN settlement	0.40 130.00
12/20/17	ACA	Review CohnReznick workpapers	2.10 1,312.50
12/20/17	BWP	Review documents provided by counsel regarding WARN act litigation in connection with evaluation of proposed settlement	1.60 520.00
12/22/17	ACA	Review documents produced relating to CohnReznick	2.20 1,375.00
12/26/17	RJF	Review WARN litigation materials	0.50 292.50
12/28/17	ACA	Review document production and CohnReznick report	2.10 1,312.50
	Subtotal	Litigation	13.90 \$7,897.50
<u>Plan/Disclose</u>			
12/13/17	BWP	Revise Debtor's proposed plan	2.10 682.50
12/13/17	BWP	Telephone call with Joe Corneau regarding revisions to plan	0.50 162.50
12/20/17	BWP	Conference with Kenneth P. Silverman regarding revisions to proposed plan of reorganization and post confirmation liquidating trust and plan administration issues	0.20 70.00

066648	Committee Unsecured Creditors	Invoice # 123492	Page 4
12/20/17	KPS	Conference with Brian Powers regarding revisions to proposed plan of reorganization and post confirmation liquidating trust and plan administration issues	0.20 139.00
	Subtotal	Plan/Disclose	3.00 \$1,054.00
	For professional services rendered		30.90 \$15,098.50

Atty/Para Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Acampora, Anthony C.	9.20	625.00	\$5,750.00
Friedman, Ronald J	6.70	585.00	\$3,919.50
Powers, Brian W.	11.90	325.00	\$3,412.50
Powers, Brian W.	0.40	350.00	\$140.00
Silverman, Kenneth P	2.70	695.00	\$1,876.50
	30.90		\$15,098.50

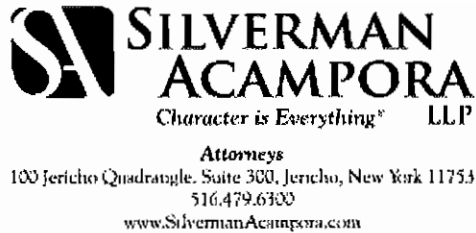
Disbursements

09/30/2017	Pacer charges	5.80
12/20/2017	FedEx Web Services to:Dowling College c/o RSR Consulting	10.84
12/20/2017	FedEx Web Services to:Klestadt & Winters	10.84
12/20/2017	FedEx Web Services to:Mintz	10.84
12/20/2017	FedEx Web Services to:Schulte Roth & Zabel LLP	10.84
12/20/2017	FedEx Web Services to:White & Case LLP	10.84
12/20/2017	FedEx Web Services to:ACA Financial Guaranty Corp.	10.84
12/20/2017	FedEx Web Services to:Office of the United States Trustee	10.84
	TOTAL	\$81.68

Disbursement Summary

001	Pacer charges	\$5.80
015	Postage	\$75.88
		\$81.68

066648	Committee Unsecured Creditors	Invoice # 123492	Page 5
Previous Balance			\$57,285.16
Balance due			<u>\$72,465.34</u>



Invoice submitted to:

Fed ID # 11-3489052

Official Committee of Unsecured Creditors

Invoice Date: February 7, 2018

066648 1 Client # 066648 Official Committee of Unsecured Creditors
Matter # 1 Dowling College

Invoice # 124181

Professional services

			<u>Hours</u>	<u>Amount</u>
<u>Asset Analysis</u>				
	Subtotal	Asset Analysis	0.00	No Charge
<u>Asset Sale</u>				
01/02/18	RJF	Conference with Kenneth P. Silverman regarding marketing and sale of Brookhaven campus	0.20	117.00
01/02/18	KPS	Conference with Ronald J. Friedman regarding marketing and sale of Brookhaven campus	0.20	139.00
01/02/18	KPS	Review broker update on sale of Brookhaven campus; confer with Ronald J. Friedman concerning property tours and interest level	0.20	139.00
01/09/18	RJF	Review correspondence regarding Brookhaven sale status	0.20	117.00
01/09/18	KPS	Telephone call from Doug Wolfe regarding request for due diligence and marketing materials	0.20	139.00
01/12/18	BWP	Conference with Kenneth P. Silverman regarding marketing and sale issues	0.20	70.00
01/12/18	KPS	Conference with Brian Powers regarding marketing and sale issues	0.20	139.00
01/16/18	RJF	Conference call with all parties regarding Brookhaven sale process and potential bidders interest (.5); review materials regarding same (.5)	1.00	585.00
01/16/18	BWP	Review Brookhaven marketing update provided by	0.30	105.00

066648	Committee	Unsecured Creditors	Invoice # 124181	Page	2
		brokers			
01/18/18	RJF	Telephone call with Andy Graiser regarding sale process and interested bidders for Brookhaven campus sale	0.30		175.50
01/19/18	KPS	Telephone call from Doug Wolfe regarding request for turnover of due diligence and marketing materials for Brookhaven property	0.20		139.00
01/22/18	KPS	Conference with Brian W. Powers and Ronald J. Friedman regarding status conference and Brookhaven sale and plan process comments from Court	0.20		139.00
01/22/18	BWP	Conference with Kenneth P. Silverman and Ronald J. Friedman regarding status conference and Brookhaven sale and plan process comments from Court	0.20		70.00
01/22/18	RJF	Telephone call with Brian Pfeiffer counsel to ACA Financial regarding plan and Brookhaven sale process	0.40		234.00
01/22/18	RJF	Conference with Kenneth P. Silverman and Brian Powers regarding status conference and Brookhaven sale and plan process comments from Court	0.20		117.00
01/22/18	BWP	Review proposed revisions to Brookhaven APA from Otter Investments	0.80		280.00
01/23/18	RJF	Review Bob Rosenfeld sales marketing report from brokers and related communications	0.30		175.50
01/23/18	RJF	Conference call with brokers and Debtor's professionals along with counsel to secured creditors regarding sale proceeding status on Brookhaven campus	1.30		760.50
01/23/18	RJF	Telephone call to Sean Southard, counsel to Debtor, regarding Plan revisions and Brookhaven sale	0.10		58.50
01/23/18	RJF	Telephone call from Sean Southard, counsel to Debtor, discuss Brookhaven sale	0.30		175.50
01/23/18	BWP	Review Debtor's sale status report for Brookhaven campus	0.40		140.00
01/24/18	RJF	Conference call with Sean Southard and Adam Berkowitz regarding plan terms and structure regarding Brookhaven sale	0.50		292.50
01/24/18	RJF	Telephone call with Sean Southard regarding APA review and concerns	0.30		175.50
01/24/18	BWP	Telephone call with Joe Corneau regarding termination provision of Brookhaven APA and comments to plan	0.40		140.00
01/24/18	BWP	Review Brookhaven APA in connection with comments of Judge and potential issues with	0.80		280.00

066648	Committee	Unsecured Creditors	Invoice # 124181	Page	3
		termination provision (.6); conference with Ronald J. Friedman regarding same (.2)			
01/25/18	RJF	Review correspondence from Mike Kane with bid package and review accompanying materials	0.50		292.50
01/25/18	RJF	Telephone call with Sean Southard regarding APA's submitted on Brookhaven sale	0.50		292.50
01/26/18	RJF	Conference call with counsel to Debtor and counsel to secured creditors regarding Brookhaven sale and plan issues (1.2); follow up conference with Brian W. Powers regarding Brookhaven sale (.3)	1.50		877.50
01/26/18	RJF	Telephone call from Brian Pfeiffer regarding ACA position on sale and potential alternatives to Brookhaven auction sale	0.70		409.50
01/26/18	RJF	Work on alternatives and strategy for sale of Brookhaven campus sale, zoning, tax abatement and highest and best value	3.00		1,755.00
01/26/18	RJF	Telephone call with Robert Rosenfeld, CRO of Dowling College, regarding Brookhaven sale status	0.30		175.50
01/26/18	RJF	Telephone call to Sean Southard regarding Brookhaven sale	0.20		117.00
01/26/18	RJF	Telephone call to Sean Southard regarding Otter Investment status on bidding	0.20		117.00
01/26/18	BWP	Conference call with counsel to Debtor and counsel to secured creditors regarding Brookhaven sale and plan issues (1.2); follow-up conference with Ronald J. Friedman regarding Brookhaven sale (.3)	1.50		525.00
01/29/18	KPS	Review and exchange e-mails with Brian Powers regarding status of sale of Brookhaven campus and bid deadline	0.10		69.50
01/29/18	RJF	Telephone call with Sean Southard regarding qualified bidders for Brookhaven	0.20		117.00
01/29/18	BWP	Review Brookhaven sales procedures, order approving same, and form asset purchase agreement in connection with potential for termination of sale	0.40		140.00
01/29/18	BWP	Review Debtor's proposed revisions to form of asset purchase agreement for Brookhaven sale	0.30		105.00
01/29/18	BWP	Review bid packages submitted by Brookhaven bidders	0.80		280.00
01/29/18	BWP	Review draft auction rules and script prepared by Debtor's counsel	0.50		175.00
01/30/18	BWP	Conference with Kenneth P. Silverman regarding preparation for auction and bid issues; discuss alternative sale	0.20		70.00

066648	Committee	Unsecured Creditors	Invoice # 124181	Page 4
01/30/18	KPS	Conference with Brian Powers regarding preparation for auction and bid issues; discuss alternative sale plans	0.20	139.00
01/30/18	BWP	Prepare analysis of potential impact of Brookhaven sale on waterfall to creditors pursuant to settlement with secured creditors and proposed plan (2.1); conference with Ronald J. Friedman regarding same (.3)	2.40	840.00
01/30/18	BWP	Review and prepare documents in preparation for Brookhaven auction	0.70	245.00
01/31/18	RJF	Attend auction for Brookhaven Campus and related on site conferences	8.50	4,972.50
01/31/18	KPS	Telephone call from Ronald J. Friedman regarding auction and auction process	0.20	139.00
01/31/18	KPS	Telephone call to Brian Powers regarding auction process	0.20	139.00
01/31/18	BWP	Attend auction of Brookhaven campus; conferences with interested parties regarding bids received and next steps	8.50	2,975.00
Subtotal		Asset Sale	41.00	\$19,870.00
<u>Case Administration</u>				
01/03/18	BWP	Review Debtor's fourth motion to extend exclusivity	0.70	245.00
01/03/18	BWP	Review Debtor's supplemental motion to use unrestricted funds	0.80	280.00
01/16/18	BWP	Review Debtor's monthly operating report	0.30	105.00
01/16/18	ACA	Review and revise Martin Schoenhals proposed order lifting stay	0.10	62.50
01/19/18	BWP	Analyze potential distributions in connection with different Brookhaven sale results in connection with Committee plan discussions	1.70	595.00
01/19/18	RJF	Prepare for upcoming hearings on 1/22/18	0.30	175.50
01/22/18	RJF	Attend hearing on motion for exclusivity and unrestricted funds (1.0), confer with Sean Southard, Neil Bivona, Howard Kleinberg and Richard McCord following hearing (.50); further discussion with SeanSouthard counsel to Debtor regarding filing of plan. (.5)	2.00	1,170.00
01/22/18	BWP	Review file and prepare exhibits for hearings on exclusivity and motion to approve use of estate funds	0.60	210.00
01/29/18	BWP	Review correspondence from Neil Bivona regarding use of unrestricted funds	0.20	70.00
Subtotal		Case Administration	6.70	\$2,913.00

066648 Committee Unsecured Creditors

Invoice # 124181

Page 5

Claims Admin/Ob

01/08/18	BWP	Telephone call with Lauren Kiss regarding strategy for filing of claims objections	0.40	140.00
01/30/18	BWP	Review correspondence from Sean Southard regarding outstanding claims issues	0.30	105.00
01/31/18	HT	Review secured proofs of claim in connection with determination of proper interest rate	0.30	45.00
Subtotal			1.00	\$290.00

Fee Application

01/09/18	BWP	Revise legal bill for compliance with UST guidelines	0.80	No Charge
01/09/18	BWP	Review fee statement of Smith & Downey	0.20	70.00
01/09/18	BWP	Review December fee statement of RSR Consulting	0.30	105.00
01/17/18	BWP	Prepare monthly fee statement	0.30	No Charge
01/18/18	BWP	Review monthly fee statement of Klestadt firm	0.30	105.00
Subtotal			1.90	\$280.00

Litigation

01/09/17	ACA	Review Dowling documents and prepare draft complaint	6.20	3,875.00
01/02/18	ACA	Review Cohn Reznick report in connection with potential claims (1.0); Outline possible claims (3.2)	4.20	2,625.00
01/02/18	BWP	Draft memorandum to Committee regarding analysis of WARN Act settlement proposal	3.20	1,120.00
01/03/18	BWP	Conference with Ronald J. Friedman in preparation for WARN conference call and settlement position	0.30	105.00
01/03/18	RJF	Review materials from WARN plaintiffs regarding settlement	0.40	234.00
01/03/18	RJF	Confer with Brian Powers in preparation for WARN conference call and settlement position	0.30	175.50
01/03/18	ACA	Conference with Kenneth P. Silverman regarding litigation issues and strategy	0.30	187.50
01/03/18	KPS	Conference with Anthony C. Acampora regarding review of books and records for potential claims and causes of action	0.30	208.50
01/03/18	KPS	Conference with Brian Powers regarding WARN Act litigation and settlement negotiations	0.30	208.50
01/03/18	BWP	Telephone call with Debtor's counsel and WARN counsel regarding proposed settlement	0.80	280.00
01/03/18	BWP	Telephone call with Debtor's counsel regarding proposed WARN settlement	0.20	70.00
01/03/18	BWP	Conference with Kenneth P. Silverman regarding	0.30	105.00

066648	Committee	Unsecured Creditors	Invoice # 124181	Page 6
		WARN litigation and proposed settlement		
01/04/18	ACA	Review additional document production(2.2); begin outlining and drafting potential claims(3.0)	5.20	3,250.00
01/05/18	ACA	Assemble documents, analyze claims and draft complaint against various parties	4.30	2,687.50
01/05/18	KPS	Review materials concerning status of sale and marketing of Brookhaven premises	0.20	139.00
01/08/18	RJF	Participate in Committee conference call with Brian Powers regarding WARN litigation settlement structure and alternatives	1.00	585.00
01/08/18	RJF	Work on adversary proceeding settlement of WARN act class action claims, analysis of same	0.70	409.50
01/08/18	BWP	Review additional information provided by Debtor's counsel and WARN counsel regarding proposed settlement; continue preparation of analysis of proposed settlement for Committee	2.30	805.00
01/08/18	BWP	Telephone call with Committee regarding proposed WARN settlement	1.00	350.00
01/08/18	BWP	Review and reply to correspondence from WARN counsel and Debtor's counsel regarding settlement discussions	0.30	105.00
01/09/18	BWP	Revise WARN analysis for Committee	1.30	455.00
01/10/18	RJF	Conference with Brian W. Powers regarding WARN settlement negotiations and strategy for same	0.30	175.50
01/10/18	KPS	Telephone call from Sean Southard regarding status of negotiation of WARN Act claims	0.50	347.50
01/10/18	ACA	Draft proposed complaint and review additional documentation	5.00	3,125.00
01/10/18	BWP	Conference with Ronald J. Friedman regarding WARN settlement negotiations and strategy for same	0.30	105.00
01/10/18	BWP	Teleconference with WARN counsel and Debtor's counsel regarding WARN settlement	0.40	140.00
01/11/18	ACA	Draft complaint against various insiders	2.20	1,375.00
01/16/18	KPS	Conference with Brian Powers regarding negotiation of WARN Act claims	0.20	139.00
01/16/18	ACA	Prepare proposed complaint against various insiders	4.20	2,625.00
01/16/18	BWP	Review and reply to correspondence from Sean Southard regarding Schoenhals lift stay order; review proposed order	0.40	140.00
01/17/18	RJF	Conference call with Sean Southard and Brian Powers in preparation for conference call and response to Renee Roupinian (WARN Class Counsel) e-mail on settlement negotiations	0.50	292.50

066648	Committee	Unsecured Creditors	Invoice # 124181	Page	7
01/17/18	BWP	Telephone call with Sean Southard regarding WARN litigation	0.50		175.00
01/18/18	RJF	Follow up call with Sean Southard regarding the WARN negotiations	0.20		117.00
01/18/18	RJF	Conference call with WARN counsel and Debtor's counsel regarding potential settlement	0.70		409.50
01/18/18	ACA	Prepare proposed complaint	5.20		3,250.00
01/18/18	ACA	Conference Kenneth P. Silverman regarding litigation issues and strategy	0.20		125.00
01/18/18	BWP	Teleconference with Debtor's counsel and WARN counsel regarding potential settlement (.7); follow-up call with Debtor's counsel (.2)	0.90		315.00
01/18/18	BWP	Conference with Ronald J. Friedman regarding strategy relating to WARN litigation	0.30		105.00
01/18/18	KPS	Conference with Anthony C. Acampora regarding review of audit materials concerning conduct of officers, directors and accountants	0.20		139.00
01/19/18	KPS	Conference with Brian W. Powers regarding settlement of WARN Act claims	0.20		139.00
01/19/18	RJF	Work on analysis of WARN litigation settlement	0.50		292.50
01/19/18	ACA	Draft complaint against insiders	1.10		687.50
01/22/18	ACA	Prepare proposed complaint against insiders and others	2.10		1,312.50
01/22/18	KPS	Conference with Anthony C. Acampora regarding status of continuing review of Debtor's financial books and records and discuss potential recovery actions	0.20		139.00
01/23/18	RJF	Receive and review correspondence from Rene Roupinian of OuttenGolden, counsel to WARN plaintiffs	0.10		58.50
01/23/18	ACA	Prepare proposed complaint against insiders and others	5.30		3,312.50
01/24/18	BWP	Conference with Ronald J. Friedman regarding WARN negotiations	0.20		70.00
01/24/18	RJF	Conference call with Brian W. Powers, Rene Roupinian and Jack Raisner of OuttenGolden LLP regarding WARN litigation and settlement negotiations	0.40		234.00
01/24/18	RJF	Conference with Brian Powers regarding WARN negotiations	0.20		117.00
01/24/18	RJF	Telephone call from Sean Southard regarding status of negotiations on WARN litigation	0.20		117.00
01/24/18	KPS	Conference with Ronald J. Friedman regarding	0.20		139.00

066648	Committee	Unsecured Creditors	Invoice # 124181	Page	8
		status of pre-auction bids and related issues			
01/24/18	ACA	Prepare proposed complaint against insiders and others	1.30		812.50
01/24/18	BWP	Conference call with WARN counsel regarding potential settlement (.4); draft correspondence to Committee regarding same (.2)	0.60		210.00
01/25/18	ACA	Prepare proposed complaint against insiders and others	0.90		562.50
01/26/18	ACA	Prepare proposed complaint against insiders and others	2.20		1,375.00
01/29/18	RJF	Conference with Brian Powers regarding upcoming call with committee on WARN	0.20		117.00
01/29/18	RJF	Conference call with Brian Powers and Committee members on WARN act litigation	0.50		292.50
01/29/18	RJF	Call with Sean Southard regarding status of WARN Act negotiations	0.20		117.00
01/29/18	ACA	Review KPMG workpapers related to potential insider and other claims	1.10		687.50
01/29/18	BWP	Telephone call with Committee regarding WARN settlement negotiations	0.50		175.00
01/30/18	ACA	Prepare proposed complaint against insiders and others	1.50		937.50
01/30/18	ACA	Conference with Kenneth P. Silverman regarding status and strategy	0.20		125.00
01/30/18	KPS	Conference with Anthony C. Acampora regarding potential litigation and recovery strategy and theory	0.20		139.00
01/31/18	ACA	Revise draft complaint against insiders	2.00		1,250.00
	Subtotal	Litigation	77.40		\$44,499.00
	<u>Plan/Disclose</u>				
01/03/18	RJF	Revise unsecured creditor trust portion of liquidation plan	0.50		292.50
01/04/18	RJF	Review and revise draft of most current plan of liquidation	2.50		1,462.50
01/10/18	BWP	Revise Debtor's proposed plan	1.20		420.00
01/18/18	BWP	Conference with Kenneth P. Silverman regarding plan of reorganization and post confirmation distribution	0.20		70.00
01/18/18	KPS	Conference with Brian Powers regarding plan of reorganization and post confirmation distribution	0.20		139.00
01/19/18	RJF	Review draft plan and exclusivity motion	0.30		175.50
01/22/18	RJF	Conference with Kenneth P. Silverman regarding preparation and filing debtor's plan of reorganization	0.30		175.50

066648	Committee	Unsecured Creditors	Invoice # 124181	Page 9
01/22/18	BWP	Conference with Kenneth P. Silverman regarding preparation and filing of debtor's plan of reorganization	0.20	70.00
01/22/18	KPS	Conference with Ronald J. Friedman regarding preparation and filing debtor's plan of reorganization	0.30	208.50
01/22/18	KPS	Conference with Brian Powers regarding preparation and filing of debtor's plan of reorganization	0.20	139.00
01/23/18	RJF	Review Ian Hammel plan revisions and redline; confer with Brian Powers regarding same	1.00	585.00
01/23/18	BWP	Telephone call with Joe Corneau regarding plan revisions	0.50	175.00
01/23/18	BWP	Review plan revisions proposed by counsel to Oppenheimer	0.60	210.00
01/23/18	BWP	Revise chapter 11 plan	2.80	980.00
01/24/18	KPS	Conference with Brian Powers regarding revisions to plan of reorganization and wind-down issues; release and waiver issues	0.20	139.00
01/24/18	BWP	Review comments of bondholders to plan; prepare revisions to plan in connection with same	1.40	490.00
01/30/18	RJF	Conference with Kenneth P. Silverman regarding potential revisions to plan of reorganization	0.20	117.00
01/30/18	KPS	Conference with Ronald J. Friedman regarding potential revisions to plan of reorganization	0.20	139.00
Subtotal			12.80	\$5,987.50
Plan/Disclose				
For professional services rendered			140.80	\$73,839.50

Atty/Para Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Acampora, Anthony C.	54.80	625.00	\$34,250.00
Friedman, Ronald J	0.00	0.00	\$0.00
Friedman, Ronald J	34.20	585.00	\$20,007.00
Powers, Brian W.	46.00	350.00	\$15,715.00
Silverman, Kenneth P	0.00	0.00	\$0.00
Silverman, Kenneth P	5.50	695.00	\$3,822.50
Trust, Haley	0.30	150.00	\$45.00
	140.80		\$73,839.50

Disbursements

12/31/2017	Pacer charges	2.50
01/17/2018	FedEx Web Services to:Dowling College c/o RSR	11.36

066648	Committee Unsecured Creditors	Invoice # 124181	Page 10
	Consulting		
01/17/2018	FedEx Web Services to:Klestadt & Winters		11.36
01/17/2018	FedEx Web Services to:Mintz		11.36
01/17/2018	FedEx Web Services to:Schulte Roth & Zabel LLP		11.36
01/17/2018	FedEx Web Services to:White & Case LLP		11.36
01/17/2018	FedEx Web Services to:ACA Financial Guaranty Corp.		11.36
01/17/2018	FedEx Web Services to:Office of the United States Trustee		11.36
		TOTAL	<u>\$82.02</u>
	<u>Disbursement Summary</u>		
001	Pacer charges		\$2.50
015	Postage		\$79.52
			<u>\$82.02</u>
Previous Balance			\$48,586.60
Balance due			<u>\$122,508.12</u>



Invoice submitted to:

Fed ID # 11-3489052

Official Committee of Unsecured Creditors

Invoice Date: March 9, 2018

066648 1 Client # 066648 Official Committee of Unsecured Creditors
Matter # 1 Dowling College

Invoice # 124891

Professional services

			<u>Hours</u>	<u>Amount</u>
	<u>Asset Sale</u>			
02/01/18	RJF	Conference call with Sean Southard, Bob Rosenfeld, Neil Bivona, regarding auction status, options and upcoming hearing	1.00	585.00
02/01/18	RJF	Prepare communication to Stan Yang, confer with Sean Southard regarding same	0.10	58.50
02/01/18	RJF	Review correspondence from several potential bidders and communications with broker and debtor representatives regarding same	0.70	409.50
02/01/18	RJF	Calls with Sean Southard to various parties, Brookhaven Town attorney and others	0.30	175.50
02/01/18	RJF	Conference with Brian W. Powers regarding options for moving forward after Brookhaven auction	0.30	175.50
02/01/18	RJF	Telephone call to Kevin Johnston Esq. counsel to Brookhaven with Sean Southard	0.20	117.00
02/01/18	RJF	Preparation for Committee conference call, confer with Brian Powers regarding same	0.30	175.50
02/01/18	BWP	Telephone call with Debtor's counsel and Bob Rosenfeld regarding results of Brookhaven auction and path forward	0.80	280.00
02/01/18	BWP	Conference with Ronald J. Friedman regarding options for moving forward after Brookhaven auction	0.30	105.00

066648	Committee	Unsecured Creditors	Invoice # 124891	Page 2
02/01/18	BWP	Conference call with Committee regarding Brookhaven auction and ongoing discussions between the parties	0.50	175.00
02/02/18	RJF	Telephone call to potential interested bidder on Brookhaven campus	0.10	58.50
02/02/18	RJF	Conference call with Sean Southard and Stan Yang regarding Brookhaven campus sale status	0.50	292.50
02/02/18	RJF	Review email correspondence for bidders regarding status of process	0.20	117.00
02/02/18	RJF	Telephone call from Andy Graiser broker for Brookhaven regarding aviation school interest	0.20	117.00
02/02/18	RJF	Conference with Anthony C. Acampora regarding potential contested sale process	0.30	175.50
02/02/18	RJF	Revise letter to Judge Grossman regarding Plan	0.20	117.00
02/02/18	RJF	Telephone call with Brian Pfeiffer regarding sale of Brookhaven campus status	0.30	175.50
02/02/18	RJF	Conference call with S. Southard and Lynn Ryan regarding plan, asset sale and agenda items on calendar for Monday's hearing	0.50	292.50
02/02/18	RJF	Telephone call with Mike Nestico and S. Southard regarding bid process, Town of Brookhaven dialogUE and acreage for his plan	0.30	175.50
02/02/18	RJF	Conference call with counsel to secured creditors and debtor's counsel and the respective principals	1.60	936.00
02/02/18	ACA	Conference with Ronald J. Friedman regarding potential contested sale process	0.30	187.50
02/02/18	KPS	Review email regarding dealing with Town of Brookhaven zoning board	0.10	69.50
02/02/18	BWP	Teleconference with counsel to interested parties regarding Brookhaven sale strategy and strategy for 2/5 hearing	1.60	560.00
02/03/18	KPS	Telephone call from Doug Wolfe regarding sale and marketing of Town of Brookhaven property	0.20	139.00
02/03/18	KPS	Review email from Sean Southard regarding hearing to confirm auction and related issues	0.10	69.50
02/04/18	RJF	Review latest draft of plan, Brookhaven Campus sale status and prepare for conference	0.70	409.50
02/05/18	RJF	Telephone call with Bob Rosenfeld regarding status call on Brookhaven campus sale status	0.30	175.50
02/05/18	RJF	Telephone call to Kevin Johnston attorney for Town of Brookhaven	0.20	117.00
02/05/18	RJF	Receive and review correspondence from Maria Cheng of ACA regarding conference call on status	0.20	117.00

066648	Committee	Unsecured Creditors	Invoice # 124891	Page	3
		for Brookhaven Campus sale and related items			
02/05/18	RJF	Teleconference with working group regarding ongoing Brookhaven sale process	1.10		643.50
02/05/18	RJF	Call with Anthony Giardino, Bob Rosenfeld and Sean Southard regarding Town of Brookhaven planning process and requesting in person meeting	0.50		292.50
02/05/18	RJF	Telephone call with Sean Southard regarding sale process dialogUE and discussions	0.20		117.00
02/05/18	KPS	Conference with Brian W. Powers regarding adjournment on hearing to approve auction process	0.20		139.00
02/05/18	KPS	Conference with Marly Lamazow regarding sale of Town of Brookhaven property	0.20		139.00
02/05/18	KPS	Telephone call from Christine Black regarding hearing on approval of auction and related issues	0.20		139.00
02/05/18	BWP	Conference with Kenneth P. Silverman regarding adjournment on hearing to approve auction process	0.20		70.00
02/05/18	BWP	Teleconference with working group regarding ongoing Brookhaven sale process	1.10		385.00
02/06/18	RJF	Conference call with parties in case relating to broker communications to bidders, status of discussions and potential next steps, release price and negotiation with ACA and Oppenheimer regarding payoff	0.60		351.00
02/06/18	RJF	Receive and review correspondence from S. Southard regarding planning issues and communications with Town of Brookhaven	0.20		117.00
02/06/18	RJF	Receive and review correspondence from Robert Rosenfeld regardingsale process.	0.20		117.00
02/06/18	RJF	Telephone call to Blumenfeld Development Group regarding Brookhaven Campus	0.10		58.50
02/06/18	RJF	Telephone call from Ron Parr regarding Town of Brookhaven	0.20		117.00
02/06/18	RJF	Confer with Kenneth P. Silverman regarding status of bids and Brookhaven town dialogue	0.30		175.50
02/07/18	BWP	Review revised asset purchase agreement from Bridgestone	0.50		175.00
02/08/18	RJF	Prepare for meeting with Town of Brookhaven with Sean Southard, Anthony Guardino, Bob Rosenfeld	1.00		585.00
02/08/18	RJF	Conference with Sean Southard and Bob Rosenfeld regarding Brookhaven campus sale status	0.70		409.50
02/08/18	RJF	Conference call with secured creditors and brokers regarding Brookhaven sale	1.00		585.00
02/08/18	RJF	Telephone call from Ron Parr and confer with Bob	0.30		175.50

066648	Committee	Unsecured Creditors	Invoice # 124891	Page	4
		Rosenfeld			
02/08/18	RJF	Telephone call to Engel Burman regarding Brookhaven campus sale	0.20		117.00
02/08/18	RJF	Receive and review correspondence from brokers regarding status of follow up items	0.30		175.50
02/08/18	RJF	Telephone call with Bob Rosenfeld regarding negotiations regarding the Brookhaven campus sale and discuss alternatives	0.30		175.50
02/08/18	RJF	Telephone call to Miyoko Sato counsel to Oppenheimer	0.10		58.50
02/08/18	RJF	Telephone call with Kenneth P. Silverman regarding conference with Town of Brookhaven planning and zoning board; discuss sale strategies	0.20		117.00
02/08/18	RJF	Attend meeting with representatives for Town of Brookhaven,	2.00		1,170.00
02/08/18	RJF	Conference with Anthony Guardino, Sean Southard and Bob Rosenfeld regarding follow up items from meeting with Town of Brookhaven	0.30		175.50
02/08/18	RJF	Telephone call with Brian Pfeiffer counsel to ACA regarding sale	0.30		175.50
02/08/18	KPS	Conference with Brian W. Powers regarding marketing and sales plan for Town of Brookhaven	0.20		139.00
02/08/18	KPS	Telephone call to Ronald J. Friedman regarding conference with the Town of Brookhaven planning and zoning board; discuss sale strategies	0.20		139.00
02/08/18	BWP	Teleconference with brokers, Debtor's counsel, and secured creditor counsel regarding Brookhaven sale status	1.00		350.00
02/08/18	BWP	Conference with Kenneth P. Silverman regarding Brookhaven sale status	0.20		70.00
02/09/18	RJF	Conference call with debtor and secured creditors regarding sale status	0.50		292.50
02/09/18	RJF	Conference call with Sean Southard and Bob Rosenfeld regarding negotiating with interested parties.	0.30		175.50
02/09/18	RJF	Conference call with Anthony Guardino and Sean Southard regarding developer interest in Brookhaven Campus	0.30		175.50
02/09/18	RJF	Conference call with brokers, Sean Southard and Bob Rosenfeld on behalf of Dowling, discuss Brookhaven campus sale negotiations	0.70		409.50
02/09/18	RJF	Follow on conference call with Bob Rosenfeld and Sean Southard regarding broker discussion and negotiations	0.30		175.50

066648	Committee	Unsecured Creditors	Invoice # 124891	Page	5
02/09/18	RJF	Telephone call with Brian Pfeiffer counsel to ACA regarding Brookhaven Campus sale	0.30		175.50
02/09/18	RJF	Conference with Brian W. Powers regarding sale process re Brookhaven campus and update for creditors	0.10		58.50
02/09/18	RJF	Telephone call with Ron Parr office regarding Brookhaven Campus development	0.20		117.00
02/09/18	BWP	Conference with Ronald J. Friedman regarding sale process regarding Brookhaven and update for creditors	0.10		35.00
02/09/18	BWP	Teleconference with interested parties regarding Brookhaven sale status	0.40		140.00
02/12/18	RJF	Meeting with Robert Rosenfeld and Ron Parr regarding campus sale alternatives	2.00		1,170.00
02/12/18	RJF	Conference call with Sean Southard and Bob Rosenfeld regarding Brookhaven campus sale	0.70		409.50
02/12/18	RJF	Conference call with Sean Southard , Anthony Guardino and Bob Rosenfeld regarding status of negotiations and preparation for town meeting	1.00		585.00
02/12/18	RJF	Call with Brian Pfeiffer and Sean Southard	0.20		117.00
02/12/18	RJF	Call with Sean Southard in preparation for creditor and broker call tomorrow morning	0.30		175.50
02/12/18	RJF	Conference with Bob Rosenfeld regarding sale and master developer interviews	0.30		175.50
02/12/18	RJF	Perpare correspondence to Engel Burman and Blumenfeld Development group	0.20		117.00
02/12/18	RJF	Conference call with Sean Southard, Mike Nestico and his partner regarding Brookhaven campus sale, Aviation school joint venture potential, and meeting regarding same, desire for medical potential	0.50		292.50
02/12/18	RJF	Telephone call to local doctor regarding potential for urgent care, radiology and emergency medicine location at Brookhaven and spark data regarding same	0.40		234.00
02/12/18	KPS	Telephone call from Doug Wolfe regarding proposal to conduct due diligence and inspection of Town of Brookhaven property	0.20		139.00
02/13/18	RJF	Conference call with all parties regarding status of Brookhaven Campus sale	1.00		585.00
02/13/18	RJF	Telephone call with Sean Southard and Bob Rosenfeld in preparation for M. Nestico Verus development meeting along with Aviation school meeting	0.50		292.50
02/13/18	RJF	Telephone call from Sean Southard following	0.50		292.50

066648	Committee	Unsecured Creditors	Invoice # 124891	Page	6
		meeting with Verus and Aviation school regarding Brookhaven Campus sale			
02/13/18	KPS	Telephone call from Doug Wolfe regarding acquisition of Brookhaven campus	0.20		139.00
02/14/18	RJF	Telephone call from Ron Parr regarding potential interest of various parties in brookhaven campus development	0.30		175.50
02/14/18	RJF	Prepare update and correspondence with Sean Southard and Bob Rosenfeld regarding brookhaven campus sale	0.50		292.50
02/14/18	RJF	Telephone call with David Burman of Engel Burman regarding Dowling Brookhaven Campus development opportunity	0.50		292.50
02/14/18	RJF	Telephone call to David Blumenfeld regarding Brookhaven Campus development opportunity	0.10		58.50
02/14/18	RJF	Telephone call with medical office/urgent care operator regarding potential for same on Brookhaven Campus and SPARKS data regarding medical needs for area	0.40		234.00
02/14/18	RJF	Conference call with Sean Southard and Bob Rosenfeld regarding negotiations, update on Brookhaven offerings and preparation for upcoming meetings	0.50		292.50
02/14/18	RJF	Series of communications with CBRE and related parties regarding interested bidder entities	0.30		175.50
02/14/18	RJF	Receive and review correspondence from Suffolk Realty bidder regarding financial wherewithal and next stage of process	0.20		117.00
02/14/18	RJF	Receive and review correspondence from Anthony Guardino of Farrell Fritz and related responses relative to property tax invoice	0.30		175.50
02/15/18	RJF	Attend meeting with Sean Southard, Bob Rosenfeld and Town of Brookhaven representatives regarding permitted uses, re-zoning concepts	2.00		1,170.00
02/15/18	RJF	Conference with Sean Southard and Bob Rosenfeld regarding follow up process following meeting with Town of Brookhaven	0.50		292.50
02/15/18	RJF	Conduct meeting with Dan Ferrara, FACEP, DO and his colleague Josh Kugler, M.D. regarding Island Medical Management Inc interest in Dowling College Brookhaven campus for urgent care, medical office suites	1.70		994.50
02/15/18	RJF	Receive and review correspondence from Anthony Guardino of Farrell Fritz regarding town of Brookhaven meeting and next steps, his	0.20		117.00

066648	Committee	Unsecured Creditors	Invoice # 124891	Page	7
		communications with master developers			
02/15/18	RJF	Conference call with Sean Southard and Ron Parr regarding campus development opportunities at Brookhaven	0.20		117.00
02/15/18	RJF	Conference call with Sean Southard and Chris Richards of Aviation school regarding Brookhaven campus development opportunity	0.30		175.50
02/15/18	RJF	Conference with Kenneth P. Silverman regarding continuing meetings with Town of Brookhaven regarding planning, zoning and sale of Brookhaven campus	0.50		292.50
02/15/18	KPS	Conference with Ronald J. Friedman regarding continuing meetings with Town of Brookhaven regarding planning, zoning and sale of Brookhaven campus	0.50		347.50
02/16/18	RJF	Conference call with Sean Southard counsel to Debtor, CBRE brokers Jay G. and Charles S. re Geffen group conference call follow up and other bidder follow up	0.40		234.00
02/16/18	RJF	Telephone call with Sean Southard regarding discussions and negotiations regarding interested parties and aviation school and status for pursuing same	0.30		175.50
02/16/18	RJF	Conference call with all creditor parties and brokers regarding Brookhaven campus sale status	0.70		409.50
02/16/18	RJF	Conference call with Sean Southard and Patrick Curtis on behalf of the Suffolk Realty bidder group regarding status and process of next steps	0.30		175.50
02/16/18	RJF	Conference call with Sean Southard and Mike Kane on behalf of the J. Ptjernikaj bidder status of negotiations and process	0.30		175.50
02/16/18	RJF	Telephone call from David Posner proposed counsel to Bridgestone Capital regarding Brookhaven Campus sale	0.20		117.00
02/20/18	RJF	Meet with medical practitioner group regarding urgent care development opportunity at Brookhaven Campus and confer with Walter of Dowling College IT regarding infrastructure and operational aspects	3.00		1,755.00
02/20/18	RJF	Receive and review correspondence from Bob Rosenfeld of Dowling College regarding potential interest from Fred Berg's client and arranging conference call to discuss	0.20		117.00
02/20/18	RJF	Conference call with Sean Southard and Bob Rosenfeld regarding status of bidders and prospects for Brookhaven Campus	0.70		409.50

066648	Committee	Unsecured Creditors	Invoice # 124891	Page	8
02/20/18	RJF	Receive and review correspondence from Patrick Curtis of Suffolk Realty Group regarding status	0.20		117.00
02/20/18	RJF	Receive and review correspondence from Mike Nestico bidder regarding status of process and arranging call regarding same	0.20		117.00
02/20/18	RJF	Transmittal of NDA regarding medical office group and arrange access to	0.30		175.50
02/20/18	RJF	Receive and review correspondence from Suffolk Realty in preparation for further call	0.20		117.00
02/20/18	RJF	Conference call with Suffolk Realty bidder regarding Brookhaven uses	0.50		292.50
02/20/18	RJF	Telephone call with Andy Graiser regarding bidder updates	0.30		175.50
02/21/18	RJF	Telephone call with Ron Parr regarding interest from Touro College	0.20		117.00
02/21/18	RJF	Conference call with Ron Parr regarding Brookhaven campus sale	0.30		175.50
02/21/18	RJF	Review email correspondence from Michael Nestico and Sean Southard regarding property	0.20		117.00
02/21/18	RJF	Review email from Anthony Guardino regarding real estate taxes	0.20		117.00
02/21/18	RJF	Conference call with Nestico Bidder regarding Brookhaven bid	0.50		292.50
02/22/18	RJF	Review correspondence from Kevin Phillips regarding drawings and history of Brookhaven development on campus	0.30		175.50
02/22/18	RJF	Conference call with parties regarding Brookhaven campus sale	0.70		409.50
02/22/18	RJF	Telephone call with Ron Parr regarding Brookhaven sale	0.30		175.50
02/22/18	RJF	Review correspondence from Farrell Builders regarding tour	0.20		117.00
02/22/18	RJF	Receive and review correspondence from Essel Group	0.20		117.00
02/22/18	RJF	Telephone call with Medical office urgent care developer regarding Brookhaven campus development	0.30		175.50
02/22/18	RJF	Telephone call with Anthony Giardino regarding status of campus sale	0.30		175.50
02/23/18	RJF	Telephone call with medical office /urgent care developer regarding Brookhaven campus	0.50		292.50
02/23/18	RJF	Telephone call with Bob Rosenfeld regarding Brookhaven campus sale	0.50		292.50

066648	Committee Unsecured Creditors	Invoice # 124891	Page 9
02/27/18	KPS Telephone call from Ronald J. Friedman regarding continuing conferences concerning potential master development of Brookhaven campus	0.20	139.00

Subtotal	Asset Sale	<hr/> 59.40	<hr/> \$33,461.50
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Case Administration

02/05/18	RJF	Attend Court hearing on WARN Adversary Complaint, sale motion for Brookhaven Campus; conference with parties in attendance	2.00	1,170.00
02/05/18	BWP	Prepare for (.6) and attend(2.0) hearings on Brookhaven sale and WARN action	2.60	910.00
02/08/18	RJF	Conference with Sean Southard and Neil Bivona regarding budget and items for confirmation and post-confirmation, document retention, etc	1.00	585.00
02/09/18	RJF	Conference with Kenneth P. Silverman regarding status of plan, WARN and Brookhaven sale	0.20	117.00
02/09/18	KPS	Conference with Ronald J. Friedman regarding regarding status of plan, WARN and Brookhaven sale	0.20	139.00
02/12/18	BWP	Telephone call with Ian Hammel and Neil Bivona regarding Oppenheimer reserve account and allocation of same	0.40	140.00
02/15/18	RJF	Conference with Kenneth P. Silverman regarding status of negotiations with secured creditors, asset sale of Brookhaven campus and plan	0.30	175.50
02/15/18	KPS	Conference with Ronald J. Friedman regarding status of negotiations with secured creditors, asset sale of Brookhaven campus and plan	0.30	208.50
02/22/18	BWP	Review Debtor's monthly operating report	0.40	140.00
02/23/18	RJF	Receive and review correspondence from Neil Bivona regarding taxes	0.30	175.50
02/23/18	BWP	Review correspondence from Neil Bivona regarding Brookhaven tax issues	0.20	70.00

Subtotal	Case Administration	<hr/> 7.90	<hr/> \$3,830.50
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Fee Application

02/06/18	BWP	Review monthly fee statement of Eichen & DiMeglio	0.20	70.00
02/10/18	HT	Revise legal bill for compliance with UST guidelines	0.50	No Charge
02/12/18	HT	Revise legal bill for compliance with UST guidelines	0.10	No Charge
02/16/18	BWP	Revise legal bill for compliance with UST guidelines	1.20	No Charge
02/20/18	BWP	Prepare monthly fee statement; ensure proper service of same	0.30	105.00
02/23/18	BWP	Review monthly fee statement for Klestadt firm	0.40	140.00

066648	Committee Unsecured Creditors		Invoice # 124891	Page 10
	Subtotal	Fee Application	2.70	\$315.00
	<u>Financing</u>			
02/13/18	RJF	Prepare correspondence to Neil Bivone regarding UCC budget items for DIP extension	0.30	175.50
02/14/18	RJF	Review correspondence from Neil Bivone regarding DIP extension and budget items	0.20	117.00
02/16/18	RJF	Review budget and DIP extension materials, prepare for conference call with Sean Southard and Neil Bivona regarding same	0.40	234.00
02/16/18	RJF	Conference call with Neil Bivona, Sean Southard and Bob Rosenfeld regarding DIP budget and pre-confirmation budget items	0.70	409.50
	Subtotal	Financing	1.60	\$936.00
	<u>Litigation</u>			
02/01/18	ACA	Conference with Brian Powers regarding potential litigation arising from auction issues	0.50	312.50
02/01/18	ACA	Prepare proposed complaint against insiders and others	1.70	1,062.50
02/01/18	BWP	Conference with Anthony C. Acampora regarding potential litigation arising from auction issues	0.50	175.00
02/02/18	ACA	Review additional information regarding potential claims against insiders	2.20	1,375.00
02/03/18	ACA	Research KPMG standard on higher education (1.2); review and analyze MSCHE standards as they applied to Dowling (1.0)	2.20	1,375.00
02/05/18	RJF	Conference call with Sean Southard, counsel to the Debtor, Rene Roupinian Jack Raisner counsel to the WARN act plaintiffs and Brian W. Powers regarding status of negotiations and	0.50	292.50
02/05/18	ACA	Analyze additional KPMG and other financial information and integrate into insider complaint	4.10	2,562.50
02/05/18	BWP	Teleconference with WARN counsel and Debtor's counsel regarding continuing negotiations and 2/5 status conference	0.50	175.00
02/06/18	RJF	Analysis of WARN act and other priority claims	0.30	175.50
02/06/18	RJF	Analysis of DIP lender waterfall in order to determine how to bring about resolution if lenders desire to accept release price and close on transaction	0.50	292.50
02/07/18	ACA	Analyze additional KPMG and other financial information and integrate into insider complaint	3.30	2,062.50
02/09/18	ACA	Review additional KPMG workpapers	1.00	625.00
02/12/18	RJF	Conference call with Brian Powers, Neil Bivona and	0.60	351.00

066648	Committee	Unsecured Creditors	Invoice # 124891	Page 11
		Ian Hammel regarding UMB trust accounting items relative to reserves and application of funds		
02/12/18	ACA	Review additional KPMG documents relating to audit issues	2.20	1,375.00
02/14/18	ACA	Conference with Kenneth P. Silverman regarding continuing review of debtor's books and records for potential causes of action	0.20	125.00
02/14/18	ACA	Revise potential insider complaint	3.00	1,875.00
02/14/18	KPS	Conference with Anthony C. Acampora regarding continuing review of debtor's books and records for potential causes of action	0.20	139.00
02/15/18	ACA	Research additional issues for inclusion in complaint (2.0); analyze Dowling IRS Form 990s (3.3)	5.30	3,312.50
02/16/18	ACA	Analyze IRS Forms 990 relating to potential insider litigation	2.40	1,500.00
02/19/18	ACA	Analyze IRS Forms 990 from 2003 through 2014 (3.1); revise proposed complaint and add additional financial information (3.4)	6.50	4,062.50
02/21/18	ACA	Research additional KPMG issues	2.40	1,500.00
02/22/18	ACA	Further analysis of KPMG workpapers and Dowling documents in connection with insider complaint	5.30	3,312.50
02/22/18	BWP	Review correspondence from Sean Southard regarding Mancuso trust; legal research regarding potential claims to money from same	1.40	490.00
02/23/18	ACA	Review additional workpapers and documents and revise proposed insider complaint	2.10	1,312.50
02/26/18	ACA	Revise insider complaint	1.80	1,125.00
02/27/18	ACA	Revise insider complaint	2.40	1,500.00
Subtotal		Litigation	53.10	\$32,465.50

Plan/Disclose

02/02/18	RJF	Review latest plan revisions	0.50	292.50
02/02/18	RJF	Telephone call with Joe Corneau counsel to Debtor regarding plan revisions	0.20	117.00
02/02/18	RJF	Conference with Brian W. Powers regarding upcoming hearing on Monday status conference	0.20	117.00
02/02/18	KPS	Telephone call from Brian W. Powers regarding plan process	0.20	139.00
02/02/18	BWP	Conference with Ronald J. Friedman regarding upcoming hearing on Monday status conference	0.20	70.00
02/02/18	BWP	Draft correspondence to Court regarding Debtor's draft chapter 11 plan; ensure proper filing of same	0.40	140.00
02/02/18	BWP	Review Debtor's revised draft of chapter 11 plan	0.50	175.00

066648	Committee Unsecured Creditors	Invoice # 124891	Page 12
02/09/18	RJF	Conference with Kenneth P. Silverman regarding revisions to debtor's plan of reorganization	0.20 117.00
02/09/18	KPS	Conference with Ronald J. Friedman regarding revisions to debtor's plan of reorganization	0.20 139.00
Subtotal		Plan/Disclose	2.60 \$1,306.50
For professional services rendered		127.30	\$72,315.00

Atty/Para Summary

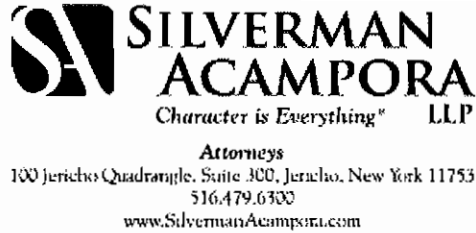
<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Acampora, Anthony C.	48.90	625.00	\$30,562.50
Friedman, Ronald J	0.00	0.00	\$0.00
Friedman, Ronald J	58.30	585.00	\$34,105.50
Hellman, Jay S	0.00	0.00	\$0.00
Powers, Brian W.	15.90	350.00	\$5,145.00
Silverman, Kenneth P	0.00	0.00	\$0.00
Silverman, Kenneth P	3.60	695.00	\$2,502.00
Trust, Haley	0.60	150.00	\$0.00
	127.30		\$72,315.00

Disbursements

02/21/2018	FedEx Web Services to:Dowling College-c/o RSR Consulting	21.61
02/21/2018	FedEx Web Services to:Dowling College-c/o RSR Consulting	15.86
02/21/2018	FedEx Web Services to:Klestadt & Winters	17.23
02/21/2018	FedEx Web Services to:Mintz	17.23
02/21/2018	FedEx Web Services to:Schulte Roth & Zabel LLP	17.23
02/21/2018	FedEx Web Services to:White & Case LLP	17.23
02/21/2018	FedEx Web Services to:ACA Financial Guaranty Corp.	17.23
02/21/2018	FedEx Web Services to:Office of the US Trustee-EDNY	17.23
01/31/2018	Mileage	9.72
02/05/2018	Mileage	27.22
TOTAL		\$177.79

Disbursement Summary

066648	Committee	Unsecured Creditors	Invoice # 124891	Page 13
	015	Postage		\$140.85
	020	Mileage		\$36.94
				<hr/> \$177.79
Previous Balance				\$122,508.12
Balance due				<hr/> <hr/> \$195,000.91



Invoice submitted to:

Fed ID # 11-3489052

Official Committee of Unsecured Creditors

Invoice Date: April 10, 2018

066648 1 Client # 066648 Official Committee of Unsecured Creditors
Matter # 1 Dowling College

Invoice # 125663
Professional services

			<u>Hours</u>	<u>Amount</u>
<u>Asset Sale</u>				
02/26/18	RJF	Conference call with FPM, Ron Parr, Sean Southard, Bob Rosenfeld re planning development drawings for Brookhaven campus as part of sale process	1.00	585.00
02/27/18	RJF	Prepare for and conduct meeting with AEA flight school Chris Richards and his colleague regarding potential opportunity at Brookhaven Campus	1.50	877.50
02/27/18	RJF	Prepare correspondence to David Burman regarding Dowling Brookhaven Campus Bankruptcy Sale	0.10	58.50
02/27/18	RJF	Prepare email correspondence to David Burman regarding Dowling Brookhaven Campus Bankruptcy Sale	0.10	58.50
02/28/18	RJF	Calls with medical office end user Kugler to discuss potential opportunity, timing and bankruptcy sale process (1.2). Calls with Chris Richards regarding aviation school opportunity potential (.8) , call with Robert Rosenfeld, Sean Southard (1.0), call with Ron Parr (.3) and review Kevin Phillips drawing (.4)	3.70	2,164.50
02/28/18	RJF	Review email correspondence from Robert Rosenfeld Review and reconcile bank statements; memo to Lynne M. Manzollillo regarding closing marketing status reports for Brookhaven property	0.30	175.50
02/28/18	RJF	Review email correspondence from Robert Rosenfeld regarding status of marketing efforts and	0.20	117.00

066648	Committee	Unsecured Creditors	Invoice # 125663	Page 2
		enclosing marketing status report		
03/01/18	RJF	Conference with Kenneth P. Silverman regarding continuing marketing and sales	0.20	117.00
03/01/18	RJF	Attend meeting with Anthony Guardino, Robert Rosenfeld, Annette Eadoreto, Emily Pines, Tullio Bertolli and Dan Panico at Brookhaven Town hall regarding redevelopment, rezoning and bankruptcy sale process	1.50	877.50
03/01/18	RJF	Confer with Bob Rosenfeld and Anthony Guardino regarding follow up items from meeting with Town of Brookhaven	0.60	351.00
03/01/18	RJF	Telephone call with Bob Rosenfeld and discuss Brookhaven sale process and strategy	0.50	292.50
03/01/18	RJF	Multiple communications with Sean Southard and Oppenheimer counsel regarding update on sale process and arranging conference call for same	0.30	175.50
03/01/18	RJF	Review email from Sean Southard regarding status of bidders	0.10	58.50
03/01/18	RJF	Prepare correspondence to David Burman regarding Dowling Brookhaven Campus Bankruptcy Sale	0.10	58.50
03/01/18	KPS	Conference with Ronald J. Friedman regarding continuing marketing and sales	0.20	139.00
03/01/18	KPS	Telephone call from Doug Wolfe regarding potential acquisition options	0.20	139.00
03/01/18	BWP	Review notice of proposed sale of 47 Chateau Drive, Oakdale, NY; research regarding valuation of property in connection with same	0.40	140.00
03/02/18	RJF	Communications with Anthony Guardino and Bob Rosenfeld regarding FPM call (.2); participate in conference call with FPM and Anthony Guardino and others regarding revisions to proposed development plan (.5)	0.70	409.50
03/02/18	KPS	Conference with Ronald J. Friedman regarding continuing sale and marketing plans for Brookhaven campus	0.20	139.00
03/05/18	RJF	Conference call with Miyoko Sato and Ian Hammel counsel to Oppenheimer and Sean Southard regarding Brookhaven campus sale	0.80	468.00
03/06/18	RJF	Review email correspondence from Kevin Phillips regarding drawings and property	0.20	117.00
03/07/18	RJF	Review email correspondence from Sean Southard regarding call on status update	0.10	58.50
03/07/18	RJF	Call from Ron Parr regarding Brookhaven Campus sale and some thoughts regarding potential uses and development concepts	0.40	234.00

066648	Committee	Unsecured Creditors	Invoice # 125663	Page 3
03/08/18	RJF	Telephone call from Bob Rosenfeld regarding bidder status and discussions with same	0.20	117.00
03/08/18	RJF	Telephone call to Steve Zagoren of Farrell Builders Transfer of Claim	0.30	175.50
03/08/18	RJF	Prepare correspondence to Bob Rosenfeld and Sean Southard regarding status of sale efforts on Brookhaven Campus	0.10	58.50
03/08/18	RJF	Conduct meeting with Tullio Bertolli, Emily Pines, Dan Panico and Rich Debragga of the Town of Brookhaven regarding planning and developmet opportunity at Broohaven campus	1.50	877.50
03/08/18	RJF	Prepare for meeting with Town of Brookhaven representatives	0.50	292.50
03/08/18	RJF	Call with Rob Rosenfeld regarding Town of Brookhaven meeting and discussion points	0.20	117.00
03/08/18	RJF	Call with Barry Akrongold of Fortune Financial LLC potential interested party in Brookhaven Campus development	0.30	175.50
03/09/18	RJF	Conference call with working group regarding sale status	0.60	351.00
03/09/18	RJF	Telephone call to Touro College director of real estate as follow up to asserted interest in Brookhaven Campus	0.20	117.00
03/09/18	RJF	Call with Barry Akrongold potential interested party regarding development opportunity and Town of Brookhaven position relative to senior care housing and warehouse opportunity	0.40	234.00
03/09/18	RJF	Call with medial office, urgent care end user and developer interested in Brookhaven Campus and discuss process regarding next steps	0.40	234.00
03/09/18	RJF	Receive and review correspondence from Blumenfeld Development Group regarding site of Dowling Campus in Brookhaven and development opportunity	0.30	175.50
03/09/18	BWP	Teleconference with all parties regarding Brookhaven sale update	0.60	210.00
03/13/18	RJF	Conference with Kenneth P. Silverman regarding continuing marketing and sales process	0.20	117.00
03/13/18	KPS	Conference with Ronald J. Friedman regarding continuing marketing and sales process	0.20	139.00
03/14/18	RJF	Work on aspects of sale of Brookhaven Campus and review correspondence (.3), call with Ron Parr (.3) call with Ed Bumenfeld (.3) and Kugler medical office, urgent care practice developer (.3)	1.20	702.00

066648	Committee	Unsecured Creditors	Invoice # 125663	Page 4
03/15/18	RJF	Review correspondence from Ed Blumenfeld regarding town of brookhaven dialogue	0.20	117.00
03/16/18	RJF	Telephone call to Chris Richards of AOA regarding lease terms and purchase option as part of JV	0.30	175.50
03/16/18	RJF	Call with Kugler potential buyer medical office, urgent care developer use for Brookhaven Campus	1.00	585.00
03/19/18	RJF	Review email from Robert Rosenberg regarding conference call on status	0.10	58.50
03/19/18	RJF	Call with Chris Richards of AOA regarding Brookhaven campus aviation school operation	0.20	117.00
03/19/18	RJF	Telephone call with Chris Richards of AOA regarding offer and lease terms	0.20	117.00
03/19/18	RJF	Review email correspondence from Robert Rosenfeld regarding update	0.10	58.50
03/19/18	KPS	Telephone call to Ronald J. Friedman regarding continuing negotiations to sell Brookhaven campus	0.10	69.50
03/20/18	RJF	Meeting with medical office, urgent care developer Kugler (1.5) call with Bob Rosenfeld regarding status (.3) and review email communications from ACA Financial (.2)	2.00	1,170.00
03/20/18	RJF	Prepare correspondence to AOA regarding status of Brookhaven Campus offering	0.10	58.50
03/28/18	RJF	Conference with Kenneth P. Silverman regarding marketing and sale strategy	0.20	117.00
03/28/18	KPS	Conference with Ronald J. Friedman regarding marketing and sale strategy	0.20	139.00
03/30/18	KPS	Telephone call from Bob Rosenfeld regarding status of marketing of Brookhaven campus	0.20	139.00
Subtotal		Asset Sale	25.50	\$14,825.50
<u>Case Administration</u>				
02/26/18	RJF	Attend status conference before the Court, confer with all parties in attendance	1.00	585.00
02/26/18	RJF	Prepare for Court hearings	0.50	292.50
03/01/18	BWP	Review correspondence from Neil Bivona regarding Brookhaven tax exemption issues	0.20	70.00
03/20/18	BWP	Review Debtor's monthly operating report	0.30	105.00
03/23/18	KPS	Review email regarding sale hearing and confer with Brian W. Powers regarding case status	0.10	69.50
Subtotal		Case Administration	2.10	\$1,122.00
<u>Claims Admin/Ob</u>				
03/09/18	BWP	Review Debtor's draft declaration concerning	0.70	245.00

066648	Committee Unsecured Creditors		Invoice # 125663	Page 5
	amendments to schedules			
	Subtotal	Claims Admin/Ob	0.70	\$245.00
	<u>Fee Application</u>			
03/07/18	BWP	Review monthly compensation report for RSR Consulting	0.30	105.00
03/08/18	BWP	Revise legal bill for compliance with UST guidelines	0.80	No Charge
03/12/18	BWP	Review monthly fee statement of Baker Tilly	0.20	70.00
03/14/18	BWP	Review fee statement of Ingberman Smith	0.50	175.00
03/14/18	BWP	Prepare monthly fee statement; ensure proper service of same	0.30	105.00
03/20/18	BWP	Review monthly fee statement of Klestadt firm	0.40	140.00
03/26/18	BWP	Review monthly fee statement of Klestadt firm	0.30	105.00
03/26/18	BWP	Review monthly fee statement of FPM group	0.20	70.00
	Subtotal	Fee Application	3.00	\$770.00
	<u>Litigation</u>			
03/13/17	ACA	Review additional document submission by the Debtor and begin incorporation into insider complaint	2.20	1,375.00
03/01/18	ACA	Conference with Kenneth P. Silverman regarding complaint against officers,directors and professionals	0.20	125.00
03/01/18	ACA	Finalize draft of insider complaint	1.90	1,187.50
03/01/18	KPS	Conference with Anthony C. Acampora regarding complaint against officers, directors and professionals	0.20	139.00
03/01/18	KPS	Review proposed draft complaint against officers, directors and professionals	0.40	278.00
03/05/18	ACA	Review additional document production from the Debtor	2.40	1,500.00
03/08/18	BWP	Research regarding potential claims against insiders	2.30	805.00
03/09/18	RJF	Call with Sean Southard debtor's counsel regarding WARN action and amending schedules	0.30	175.50
03/09/18	BWP	Continue research regarding potential claims against insiders	1.30	455.00
03/12/18	BWP	Teleconference with Debtor's counsel and CRO regarding strategy in WARN litigation	0.70	245.00
03/14/18	ACA	Review additional document production in connection with insider claims	1.30	812.50
03/16/18	KPS	Conference with Anthony C. Acampora regarding review of proposed draft complaint	0.20	139.00
03/19/18	ACA	Incorporate additional information into proposed complaint against insiders	2.00	1,250.00

066648	Committee Unsecured Creditors	Invoice # 125663	Page 6
03/20/18	ACA	Conference with Kenneth P. Silverman regarding continuing review of debtor's corporate books and records	0.20 125.00
03/20/18	ACA	Incorporate additional materials into complaint	1.20 750.00
03/20/18	KPS	Conference with Anthony C. Acampora regarding continuing review of debtor's corporate books and records	0.20 139.00
03/21/18	ACA	Revise insider complaint	1.10 687.50
03/22/18	KPS	Telephone call from Robert Rosenfeld regarding sales and marketing of Brookhaven campus	0.20 139.00
03/23/18	BWP	Telephone call with Lauren Kiss regarding WARN litigation and strategy in connection with same	0.50 175.00
03/27/18	ACA	Conference with Kenneth P. Silverman regarding regarding continuing discovery issues	0.20 125.00
03/27/18	KPS	Conference with Anthony C. Acampora regarding continuing discovery issues	0.20 139.00
Subtotal		Litigation	19.20 \$10,766.00
<u>Plan/Disclose</u>			
03/15/18	BWP	Review Debtor's draft of disclosure statement	1.60 560.00
03/26/18	BWP	Review and revise Debtor's draft disclosure statement	1.30 455.00
Subtotal		Plan/Disclose	2.90 \$1,015.00
For professional services rendered		53.40	\$28,743.50

Atty/Para Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Acampora, Anthony C.	12.70	625.00	\$7,937.50
Friedman, Ronald J	25.00	585.00	\$14,625.00
Powers, Brian W.	12.90	350.00	\$4,235.00
Silverman, Kenneth P	0.00	0.00	\$0.00
Silverman, Kenneth P	2.80	695.00	\$1,946.00
	<u>53.40</u>		<u>\$28,743.50</u>

Disbursements

03/14/2018	FedEx Web Services to:Dowling College c/o RSR Consulting	11.31
03/14/2018	FedEx Web Services to:Klestadt & Winters	11.31
03/14/2018	FedEx Web Services to:Mintz	11.31
03/14/2018	FedEx Web Services to:Schulte Roth & Zabel LLP	11.31

066648	Committee Unsecured Creditors	Invoice # 125663	Page 7
03/14/2018	FedEx Web Services to:White & Case LLP		11.31
03/14/2018	FedEx Web Services to:ACA Financial Guaranty Corp.		11.31
03/14/2018	FedEx Web Services to:Office of the United States Trustee		11.31
TOTAL			<u>\$79.17</u>

Disbursement Summary

015	Postage	<u>\$79.17</u>
		\$79.17

Previous Balance	\$135,847.29
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Balance due	<u><u>\$164,669.96</u></u>
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Attorneys
 100 Jericho Quadrangle, Suite 300, Jericho, New York 11753
 516.479.6300
www.SilvermanAcampora.com

Invoice submitted to:

Fed ID # 11-3489052

Official Committee of Unsecured Creditors

Invoice Date: May 18, 2018
 066648 1 Client # 066648 Official Committee of Unsecured Creditors
 Matter # 1 Dowling College

Invoice # 127013
 Professional services

			<u>Hours</u>	<u>Amount</u>
Subtotal			0.00	No Charge
<u>Asset Analysis</u>				
Subtotal			0.00	No Charge
<u>Asset Sale</u>				
03/21/18	RJF	Conference call with parties regarding sale process	0.50	292.50
03/28/18	RJF	Conference call with Brookhaven sale working group	1.00	585.00
04/03/18	BWP	Review notice of proposed sale of 123 Idle Hour Blvd.; research regarding market value of same	0.40	140.00
04/03/18	BWP	Review notice of proposed sale of 274 Connetquot Drive; research regarding market value of same	0.30	105.00
04/04/18	RJF	Conference with Kenneth P. Silverman regarding status of continuing marketing and sale of Brookhaven campus	0.20	117.00
04/04/18	KPS	Telephone call to Ronald J. Friedman regarding status of continuing marketing and sale of Brookhaven campus	0.20	139.00
04/05/18	RJF	Telephone calls with Bob Rosenfeld regarding Brookhaven Campus sale (2x)	0.50	292.50
04/05/18	RJF	Meeting with Brookhaven Town representatives at Town Hall	1.50	877.50

066648	Committee	Unsecured Creditors	Invoice # 127013	Page	2
04/05/18	RJF	Telephone call to Sean Southard counsel to the Debtor regarding Brookhaven	0.10		58.50
04/05/18	RJF	Receive and review correspondence from Bob Rosenfeld regarding status of sale efforts	0.10		58.50
04/05/18	RJF	Conference call with parties in interest regarding Brookhaven sale	0.50		292.50
04/05/18	RJF	Telephone call from Ed Blumenfeld regarding Brookhaven sale	0.30		175.50
04/05/18	RJF	Telephone call from Ron Parr regarding campus sale	0.30		175.50
04/06/18	RJF	Conference call with parties regarding asset sale for Brookhaven Campus	1.20		702.00
04/06/18	RJF	Telephone call from Bob Rosenfeld regarding Brookhaven Campus sale	0.20		117.00
04/06/18	RJF	Telephone call with Brian Pfeiffer counsel to ACA Financial regarding Brookhaven Campus sale	0.20		117.00
04/06/18	RJF	Call with lenders and parties in interest regarding status of Brookhaven campus sale	1.00		585.00
04/09/18	RJF	Conference with Kenneth P. Silverman regarding status of confirming negotiations with Town of Brookhaven	0.20		117.00
04/09/18	RJF	Work on Brookhaven Campus sale, communications with Blumenfeld Development Group, Urgent Carer Developer, and Sean Southard (1.3) call with A&G Andrew Graiser (.4)	1.70		994.50
04/09/18	KPS	Conference with Ronald J. Friedman regarding status of confirming negotiations with Town of Brookhaven	0.20		139.00
04/10/18	RJF	Email correspondence from Blumenfeld Development Group re meeting/call to discuss offer	0.20		117.00
04/10/18	RJF	Review correspondence from Medical Office/Urgent Care developer re proposal for Brookhaven Campus sale	0.10		58.50
04/10/18	RJF	Prepare email status to counsel to lenders, Sean Southard and Bob Rosenfeld	0.30		175.50
04/10/18	RJF	Telephone call to Chris Richards of AOA aviations school	0.20		117.00
04/10/18	RJF	Telephone call with Frank D'Elia VP Operation of AOA flight school re offer for Brookhaven Campus	0.20		117.00
04/10/18	RJF	Telephone call from Jeff Rosenfeld of Blumenfeld Development Group	0.20		117.00
04/11/18	RJF	Work on sale issues relating to Brookhaven campus	1.20		702.00
04/12/18	RJF	Telephone call with Ed Blumenfeld regarding Brookhaven	0.50		292.50

066648	Committee Unsecured Creditors	Invoice # 127013	Page 3
04/12/18	RJF	Telephone call with J. Kugler and Neil Bivona regarding Brookhaven property	0.50 292.50
04/13/18	RJF	Conference call with parties regarding Brookhaven campus	0.70 409.50
04/13/18	RJF	Telephone call with Sean Southard regarding Brookhaven campus	0.30 175.50
04/13/18	BWP	Review notice of proposed sale of 89 Central Boulevard, Oakdale, NY; research regarding proper valuation of same	0.40 140.00
04/17/18	BWP	Review correspondence from Sean Southard and Bob Rosenfeld regarding Bridgestone offer	0.20 70.00
04/20/18	RJF	Conference with Kenneth P. Silverman regarding status of marketing of Brookhaven campus	0.20 117.00
04/20/18	RJF	Conference call with Alcina Goodby, Jamie Cole, RSR regarding Brookhaven	1.00 585.00
04/20/18	RJF	Telephone call from Harold Seligman and work on sale issues	1.50 877.50
04/20/18	RJF	Conference call with lenders and call to Court, prepare for hearing	1.50 877.50
04/20/18	RJF	Telephone call to Lynn Ryan and Sean Southard	0.10 58.50
04/20/18	RJF	Telephone call from J. Kugler regarding bidding on Brookhaven	0.60 351.00
04/20/18	RJF	Telephone call to A.Guardino regarding Brookhaven	0.10 58.50
04/20/18	KPS	Conference with Ronald J. Friedman regarding status of marketing of Brookhaven campus	0.20 139.00
04/23/18	RJF	Conference call with Oppenheimer and ACA counsel(.50), Conference call with Sean Southard and Robert Rosenfeld(.50)	1.00 585.00
04/25/18	RJF	Telephone call from Stue Bienenstock of Triple 5 re potential interest in acquisition of Dowling Brookhaven Campus	0.20 117.00
04/26/18	RJF	Conduct meeting at Town of Brookhaven (1.0); prepare for same (.5)and telephone call to Bob Rosenfeld (.5)	2.00 1,170.00
04/26/18	RJF	Call with Stuart Bienenstock regarding Triple 5 interest in Brookhaven Campus	0.70 409.50
04/26/18	RJF	Telephone call with Medical Office, Urgent Care developer regarding status of offer and discuss next steps for APA	0.40 234.00
04/26/18	ACA	Review Brookhaven sale issues and documents	1.00 625.00
04/26/18	LMM	Confer with Ronald J. Friedman and perform research on Town of Riverhead website for EPCAL documents regarding Calverton Airport property;	0.60 126.00

066648	Committee	Unsecured Creditors	Invoice # 127013	Page 4
		download documents and forward to Ronald J. Friedman for his analysis		
04/26/18	KPS	Telephone call from Bob Rosenfeld regarding status of sale of Brookhaven campus	0.20	139.00
04/27/18	RJF	Confer with Neil Bivona, Chris Richards, Dam Wang, Chris Hsu at Brookhaven Campus, facilitate tour and discuss sale process and next steps	1.80	1,053.00
04/27/18	RJF	Telephone call to Stu Bienenstock, Triple 5 re submission of bid letter	0.20	117.00
04/27/18	RJF	Review and provide updated status report on sale process pertaining to Brookhaven Campus to creditors	0.40	234.00
04/27/18	RJF	Telephone call from Stuart Bienenstock of Triple 5 regarding offer for Brookhaven Campus	0.30	175.50
04/27/18	RJF	Telephone call with Bob Rosenfeld regarding Triple 5 bid and status of other interested parties	0.40	234.00
04/27/18	RJF	Telephone call from Ed Blumenfeld and Jeff Rosenfeld of BDG regarding Brookhaven	0.20	117.00
04/27/18	RJF	Prepare correspondence to Sean Southard, Bob Rosenfeld and Neil Bivona regarding Brookhaven	0.20	117.00
04/27/18	RJF	Telephone call from Brian Pfeiffer of White & Case counsel to ACA Financial	0.30	175.50
04/27/18	KPS	Telephone call from Doug Wulfe regarding purchase of Brookhaven campus and related issues	0.20	139.00
04/27/18	KPS	Conference with Ronald J. Friedman regarding meeting with Town of Brookhaven and sale of Brookhaven campus	0.20	139.00
04/30/18	RJF	Conference call with Sean Southard, Bob Rosenfeld, Neil Bivona regarding Triple 5 offer and status of APA and other bidders	0.50	292.50
04/30/18	RJF	Telephone call to Stu Bienenstock regarding Triple 5 offer and asset purchase agreement transmission	0.20	117.00
04/30/18	RJF	Receive and review correspondence from S. Southard with Triple 5 APA, review same and forward to S. Bienenstock with covering correspondence.	0.30	175.50
04/30/18	RJF	Telephone calls from Blumenfeld Development Group and Medical office end users regarding Brookhaven Development status and options.	0.20	117.00
		Subtotal	Asset Sale	
			32.30	\$18,537.00
<u>Case Administration</u>				
04/06/18	BWP	Review Debtor's monthly operating report	0.40	140.00
04/18/18	BWP	Telephone call with Debtor's counsel and CRO	0.80	280.00

066648	Committee	Unsecured Creditors	Invoice # 127013	Page 5
		regarding WARN litigation and sale process		
04/23/18	RJF	Conference with Lori Zaikowski regarding case status	0.10	58.50
04/24/18	BWP	Review and reply to correspondence from Lori Zaikowski regarding case status	0.30	105.00
		Subtotal Case Administration	<u>1.60</u>	<u>\$583.50</u>
<u>Fee Application</u>				
04/03/18	BWP	Review monthly fee statement of RSR Consulting	0.30	105.00
04/10/18	BWP	Review monthly fee statement of Smith & Downey	0.20	70.00
04/11/18	BWP	Revise legal bill for compliance with UST guidelines	1.20	No Charge
04/17/18	BWP	Prepare monthly fee statement; ensure proper service of same	0.40	140.00
04/19/18	BWP	Review monthly fee statement from Klestadt firm	0.40	140.00
04/27/18	BWP	Review monthly fee statements of Farrell Fritz	0.40	140.00
		Subtotal Fee Application	<u>2.90</u>	<u>\$595.00</u>
<u>Financing</u>				
04/30/18	BWP	Draft stipulation and order between secured creditors, debtor and committee amending final DIP order	2.10	735.00
		Subtotal Financing	<u>2.10</u>	<u>\$735.00</u>
<u>Litigation</u>				
03/21/18	RJF	Telephone call with Sean Southard regarding pre-trial on WARN	0.30	175.50
04/02/18	BWP	Telephone call with Sean Southard and Lauren Kiss regarding WARN litigation and strategy in connection with same	0.20	70.00
04/05/18	RJF	Telephone call from Brian Pfeiffer counsel to ACA Financial regarding WARN status	0.40	234.00
04/05/18	RJF	Telephone call to Chris Richards regarding aviation school	0.30	175.50
04/05/18	ACA	Review additional documentation and revise insider complaint	3.30	2,062.50
04/09/18	ACA	Conference with Kenneth P. Silverman regarding continuing review of debtor's books, records and related documents	0.20	125.00
04/09/18	KPS	Conference with Anthony C. Acampora regarding continuing review of debtor's books, records and related documents	0.20	139.00
04/18/18	BWP	Draft correspondence to counsel to WARN claimants regarding settlement discussions	0.20	70.00

066648	Committee Unsecured Creditors	Invoice # 127013	Page 6
04/19/18	BWP	Review WARN analysis in preparation for call with WARN counsel	0.70 245.00
04/19/18	BWP	Telephone call with WARN counsel regarding settlement discussions	0.70 245.00
04/19/18	RJF	Conference call with WARN plaintiffs regarding settlement	0.70 409.50
04/20/18	RJF	Telephone call with Sean Southard regarding WARN	0.30 175.50
04/22/18	KPS	Review forensic materials concerning potential adversary proceeding	0.30 208.50
04/24/18	RJF	Receive and review correspondence from Medical Developer	0.30 175.50
04/24/18	RJF	Telephone call from Stuart Bienenstock - Triple; interested bidder	0.10 58.50
04/24/18	RJF	Telephone call from Chris Richards, Aviation School regarding Brookhaven	0.50 292.50
04/24/18	KPS	Conference with Anthony C. Acampora regarding review of draft adversary proceeding	0.20 139.00
04/24/18	BWP	Revise complaint against board of trustees	1.20 420.00
04/30/18	ACA	Conference with Kenneth P. Silverman regarding continuing due diligence on forensic materials	0.20 125.00
04/30/18	KPS	Conference with Anthony C. Acampora regarding continuing due diligence on forensic materials	0.20 139.00
Subtotal		Litigation	10.50 \$5,684.50
For professional services rendered		49.40	\$26,135.00

Atty/Para Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
Acampora, Anthony C.	4.70	625.00	\$2,937.50
Friedman, Ronald J	0.00	0.00	\$0.00
Friedman, Ronald J	31.20	585.00	\$18,252.00
Manzolillo, Lynne M	0.60	210.00	\$126.00
Powers, Brian W.	10.80	350.00	\$3,360.00
Silverman, Kenneth P	0.00	0.00	\$0.00
Silverman, Kenneth P	2.10	695.00	\$1,459.50
	<u>49.40</u>		<u>\$26,135.00</u>

Disbursements

04/17/2018	FedEx Web Services to:Dowling College c/o RSR Consulting	11.53
04/17/2018	FedEx Web Services to:Klestadt & Winters	11.53

066648	Committee Unsecured Creditors	Invoice # 127013	Page 7
04/17/2018	FedEx Web Services to:Mintz		11.53
04/17/2018	FedEx Web Services to:Schulte Roth & Zabel LLP		11.53
04/17/2018	FedEx Web Services to:White & Case LLP		11.53
04/17/2018	FedEx Web Services to:ACA Financial Guaranty Corp.		11.53
04/17/2018	FedEx Web Services to:Office of the United States Trustee		11.53
TOTAL			<u>\$80.71</u>

Disbursement Summary

015	Postage	<u>\$80.71</u>
		\$80.71

Previous Balance	\$83,566.20
Balance due	<u><u>\$109,781.91</u></u>



Invoice submitted to:

Fed ID # 11-3489052

Official Committee of Unsecured Creditors

Invoice Date: June 19, 2018

066648 1 Client # 066648 Official Committee of Unsecured Creditors
Matter # 1 Dowling College

Invoice # 127798

Professional services

			<u>Hours</u>	<u>Amount</u>
Subtotal			0.00	No Charge
<u>Asset Sale</u>				
05/01/18	RJF	Call with Ed Blumenfeld regarding opportunity at Brookhaven Campus	0.30	175.50
05/01/18	RJF	Conference call with Sean Southard and Bob Rosenfeld regarding Brookhaven sale and asset purchase agreement	0.50	292.50
05/01/18	RJF	Receive and review correspondence from Emily Pines of Brookhaven township	0.10	58.50
05/01/18	RJF	Receive and review correspondence from Stu Bienenstock of Triple 5 regarding asset purchase agreement	0.10	58.50
05/01/18	RJF	Telephone calls to Chris Richards and medical office/urgent care operator regarding Brookhaven campus sale status	0.30	175.50
05/01/18	RJF	Work on sale components for Brookhaven campus	2.00	1,170.00
05/02/18	RJF	Call to Urgent Care operator regarding development opportunity on brookhaven campus	0.10	58.50
05/02/18	KPS	Conference with Ronald J. Friedman regarding status of Brookhaven campus marketing	0.10	69.50

066648	Committee	Unsecured Creditors	Invoice # 127798	Page 2
05/03/18	RJF	Meeting at Brookhaven Town hall, with Robert Rosenfeld, Emily Pines and related parties (2.0), confer with Robert Rosenfeld re same (.5), prepare for call with lender group (.5), conduct call with lender group (.6), calls with J. Kugler, Medical Urgent care provider, Chris Richards and Triple 5 regarding submission of offer and APA status Campus site (.4)	4.00	2,340.00
05/03/18	RJF	Telephone call from Allan Pomerantz of Pillsbury Winthrop, counsel to Triple 5 regarding asset purchase agreement and process for approval.	0.50	292.50
05/03/18	RJF	Conference with Kenneth P. Silverman regarding conference with Town of Brookhaven officials concerning sale and marketing of Brookhaven	0.20	117.00
05/03/18	KPS	Conference with Ronald J. Friedman regarding conference with Town of Brookhaven officials concerning sale and marketing of Brookhaven	0.20	139.00
05/04/18	RJF	Work on sale aspects for Brookhaven Campus sale with Triple 5 counsel and related parties(1.3), call with Robert Rosenfeld regarding same (.4) and follow up correspondence (.30)	2.00	1,170.00
05/04/18	RJF	Telephone call from Chris Richards of AOA aviations school re interest in acquisition, Dam Wang discussion with Beijing investor group and alternatives to proceed	0.30	175.50
05/04/18	RJF	Calls with Bob Rosenfeld and Chris Richards re Brookhaven sale(.5); call with Allen Pomerantz counsel to Triple 5(.8); and work on sale documents and communications to creditor group(.7)	2.00	1,170.00
05/07/18	RJF	Telephone call with Sean Southard counsel to Debtor regarding sale of Brookhaven campus sale	0.30	175.50
05/08/18	RJF	Telephone call with Alan Pomerantz counsel to Triple 5 regarding APA and moving forward in process	0.50	292.50
05/09/18	RJF	Telephone call with Robert S. Rosenfeld regarding Triple 5 offer and status of other interested parties	0.30	175.50
05/10/18	RJF	Telephone call from Brian Pfeiffer counsel to ACA regarding APA and Brookhaven campus sale	0.20	117.00
05/11/18	KPS	Review and exchange emails with Ronald J. Friedman regarding offer to purchase Brookhaven campus	0.20	139.00
05/14/18	RJF	Calls with Sean Southard and Bob Rosenfeld regarding status of sale and Triple 5 APA deposit	0.50	292.50
05/14/18	RJF	Call with Miyoko Sato counsel to Oppenheimer regarding status of sale of Brookhaven and deposit	0.20	117.00
05/15/18	RJF	Telephone call with Sean Southard counsel to Dowling College regarding status of sale of	0.30	175.50

066648	Committee	Unsecured Creditors	Invoice # 127798	Page	3
		Brookhaven Campus and next steps forward in process			
05/15/18	RJF	Prepare correspondence to lenders and debtor representatives regarding sale process and arranging conference call	0.20		117.00
05/15/18	RJF	Telephone call from Stu Bienenstock of Triple 5 regarding expectations and process	0.20		117.00
05/15/18	RJF	Conference call with lenders and debtor's representatives regarding Brookhaven Campus sale	0.50		292.50
05/15/18	RJF	Calls with all interested bidders, C. Richards, A. Pomerantz (counsel to Triple 5) medical office developer	2.80		1,638.00
05/15/18	RJF	Conference with Kenneth P. Silverman regarding preparation and executions of proposed contract of sale for Brookhaven campus	0.20		117.00
05/15/18	KPS	Telephone call from Bob Rosenfeld regarding execution of contract of sale concerning Brookhaven campus	0.20		139.00
05/15/18	KPS	Conference with Ronald J. Friedman regarding preparation and execution of proposed contract of sale for Brookhaven campus	0.20		139.00
05/16/18	RJF	Telephone call with Bob Rosenfeld regarding status of Pternikaj offer and conference call or meeting with them on Friday May 18	0.30		175.50
05/16/18	RJF	Telephone call from Andy Graiser broker for Brookhaven Campus regarding status and next steps in process	0.20		117.00
05/16/18	RJF	Telephone call with Sean Southard regarding Brookhaven National Labs monitoring wells and notice under MOU	0.20		117.00
05/16/18	RJF	Prepare for and attend meeting with Sean Southard, R. Rosenfeld on behalf of Dowling College and M. Kane and J. Pternikaj on behalf of auction bidder, discuss process, procedure and status	2.00		1,170.00
05/17/18	RJF	Receive and review correspondence from Andy Graiser regarding notice to interested bidders of current status and offer for Brookhaven campus and Court approval process	0.20		117.00
05/18/18	RJF	Calls with potential interested purchasers in Brookhaven Campus sale process, Seligman counsel to Bridgestone, Nestico, Richards and medical office developer urgent care specialist	0.50		292.50
05/18/18	RJF	Conference call with parties in interest regarding sale process and status of APA and next steps, confer with counsel to creditors and debtor	0.50		292.50

066648	Committee	Unsecured Creditors	Invoice # 127798	Page	4
05/18/18	RJF	Telephone call with Stu Bienenstock on behalf of Triple 5 Aviation regarding APA and bid process and Court process	0.30		175.50
05/18/18	RJF	Telephone call to Kenneth P. Silverman regarding prospective purchaser of Brookhaven campus and status hearing	0.20		117.00
05/18/18	KPS	Telephone call from Ronald J. Friedman regarding prospective purchaser of Brookhaven campus and status hearing	0.20		139.00
05/21/18	RJF	Prepare for and attend Court hearing on sale motion and status conference	1.80		1,053.00
05/22/18	RJF	Conference call with Robert S. Rosenfeld, all brokers and counsel to Debtor regarding status and high bid	1.00		585.00
05/22/18	RJF	Telephone call with Alan Pomerantz counsel to Triple Five regarding Brookhaven Campus transaction	0.30		175.50
05/23/18	RJF	Telephone call with Sean Southard regarding Brookhaven Campus sale status	0.20		117.00
05/23/18	RJF	Telephone call with S. Bienenstock of Triple 5 regarding sale process for Campus in Brookhaven	0.20		117.00
05/24/18	RJF	Prepare for meeting with Town of Brookhaven	0.30		175.50
05/24/18	RJF	Meeting with Emily Pines, Rich DeBragga and Planning Commissioner representative at Brookhaven Town Hall	1.00		585.00
05/24/18	RJF	Receive and review correspondence from Stu Bienenstock with financial wherewithal documents	0.20		117.00
05/29/18	RJF	Conference with Brian W. Powers regarding Committee meeting regarding approval of sale and supporting document for filing	0.20		117.00
05/29/18	RJF	Receive and review correspondence from S. Southard counsel to Debtor regarding declaration in support of sale by Bob Rosenfeld and convening call to discuss same	0.10		58.50
05/29/18	BWP	Telephone call with Sean Southard, Bob Rosenfeld, Neil Bivona, and Ronald J. Friedman regarding sale status and filings in support	0.60		210.00
05/29/18	BWP	Review Debtor's draft declaration in support of confirmation of sale	0.30		105.00
05/30/18	RJF	Conference call with Sean Southard, Joe Corneau counsel to Dowling College, Neil Bivona and Robert Rosenfeld CRO regarding sale process	0.50		292.50
05/30/18	BWP	Review Debtor's draft sale order	0.40		140.00
05/30/18	BWP	Review Debtor's revised declaration in support of sale to Triple Five	0.30		105.00
05/30/18	BWP	Conference call with Debtor's professionals	0.30		105.00

066648	Committee Unsecured Creditors	Invoice # 127798	Page	5
		regarding sale status and moving forward		
05/31/18	RJF	Review notice of auction closure, RSR declaration and supporting materials	0.50	292.50
05/31/18	RJF	Conference with Brian W. Powers regarding conference call with Debtors counsel and CRO regarding sale process and upcoming hearing preparations	0.20	117.00
05/31/18	RJF	Conference call with Bob Rosenfeld, Neil Bivona, Joe Corneau and S. Southard regarding Court filings and APA redactions	0.50	292.50
05/31/18	RJF	Telephone call to Lynn Ryan of Judge Grossman's chambers with Sean Southard regarding filings in anticipation for upcoming hearing	0.20	117.00
05/31/18	RJF	Telephone call to Stan Yang of the UST with S. Southard regarding status of Brookhaven Campus sale	0.10	58.50
05/31/18	RJF	Conf call with R. Rosenfeld, Sean Southard and Joe Corneau regarding proposed order and moving forward with Triple 5 APA approval	0.40	234.00
05/31/18	RJF	Telephone call with Lynn Ryan law clerk to Judge Grossman regarding status and process for hearing	0.30	175.50
05/31/18	RJF	Telephone call to Stan Yang with Sean Southard regarding sale of Brookhaven campus	0.10	58.50
05/31/18	BWP	Conference with Ronald J. Friedman regarding Committee meeting regarding approval of sale and supportig document for filing	0.20	70.00
05/31/18	BWP	Conference with Ronald J. Friedman regarding conference call with Debtors counsel and CRO regarding sale process and upcoming hearing preparations	0.20	70.00
05/31/18	BWP	Review correspondence and attachments from Sean Southard regarding proposed notice of closed auction and high bid	0.30	105.00
05/31/18	BWP	Review comments of Ian Hammel to proposed Brookhaven Sale order; review correspondence from various parties regarding same	0.50	175.00
Subtotal		Asset Sale	35.30	\$20,043.00
<u>Case Administration</u>				
05/04/18	BWP	Telephone call with Linda Ardito regarding case status and inquiries from creditors	0.60	210.00
05/21/18	BWP	Review Debtor's monthly operating report for April	0.40	140.00
05/29/18	BWP	Draft correspondence to Committee members regarding sale process and review replies	0.30	105.00

066648	Committee	Unsecured Creditors	Invoice # 127798	Page 6
05/29/18	BWP	Review and reply to multiple correspondence with secured lenders regarding stipulation and order amending DIP order	0.40	140.00
05/30/18	KPS	Conference with Brian Powers regarding creditor committee status report and confirmation of Brookhaven sale process	0.20	139.00
05/30/18	BWP	Conference with Kenneth P. Silverman regarding creditor committee status report and confirmation of Brookhaven sale process	0.20	70.00
05/30/18	BWP	Teleconference with Committee regarding sale process and case status	0.80	280.00
		Subtotal	Case Administration	
			2.90	\$1,084.00
<u>Fee Application</u>				
05/15/18	BWP	Review monthly fee statement of RSR Consulting	0.30	105.00
05/15/18	BWP	Review monthly fee statement of FPM Group	0.20	70.00
05/15/18	BWP	Review monthly fee statement of Klestadt firm	0.40	140.00
05/16/18	BWP	Revise legal bill for compliance with UST guidelines	0.80	No Charge
05/18/18	KPS	Review and execute monthly fee statement	0.20	139.00
		Subtotal	Fee Application	
			1.90	\$454.00
<u>Financing</u>				
05/01/18	BWP	Draft stipulation and order between secured creditors, debtor and committee amending final DIP order	1.30	455.00
05/02/18	BWP	Revise stipulation amending DIP order	0.80	280.00
05/22/18	BWP	Telephone call with Joe Corneau regarding stipulation and order between debtor, committee, and secured lenders amending DIP order (.4); revise stipulation pursuant to comments of same (.2)	0.60	210.00
05/29/18	RJF	Prepare correspondence to B. Pfeiffer counsel to ACA and Ian Hammel counsel to Oppenheimer regarding modification to stipulation with DIP lenders for benefit of unsecured creditors	0.20	117.00
05/29/18	RJF	Receive and review correspondence from Ian Hammel regarding modification to DIP stipulation	0.10	58.50
05/31/18	BWP	Review comments of secured creditors to stipulation and order amending final DIP order (.3); telephone call with Joe Corneau regarding same (.2)	0.50	175.00
		Subtotal	Financing	
			3.50	\$1,295.50
<u>Litigation</u>				
05/01/18	ACA	Review materials concerning D&O policy and potential issues related thereto	1.20	750.00

066648	Committee	Unsecured Creditors	Invoice # 127798	Page	7
05/02/18	ACA	Conference with Kenneth P. Silverman regarding status and strategy	0.20		125.00
05/02/18	ACA	Review materials concerning D&O policy and potential issues related thereto	1.10		687.50
05/02/18	KPS	Review proposed complaint for potential adversary proceeding for negligence and related issues	0.30		208.50
05/02/18	KPS	Conference with Anthony C. Acampora regarding status and strategy	0.20		139.00
05/07/18	ACA	Conference with Kenneth P. Silverman regarding continuing review of debtors books and records and corporate documents	0.20		125.00
05/07/18	KPS	Conference with Anthony C. Acampora regarding continuing review of debtors books and records and corporate documents	0.20		139.00
05/08/18	ACA	Revise Dowling complaint and incorporate changes and suggestions by Kenneth P. Silverman	2.00		1,250.00
05/09/18	ACA	Revise complaint against insiders	3.30		2,062.50
05/14/18	ACA	Conference with Kenneth P. Silverman regarding continuing review of debtor's corporate books and records	0.20		125.00
05/14/18	ACA	Revise insider complaint and review additional materials in connection with same	3.10		1,937.50
05/14/18	KPS	Conference with Anthony C. Acampora regarding continuing review of debtor's corporate books and records	0.20		139.00
05/18/18	KPS	Telephone call from Ronald J. Friedman regarding preparation for meeting with prospective bidder on Brookhaven campus	0.20		139.00
05/30/18	BWP	Review WARN plaintiff's discovery demands served on Debtor	0.60		210.00
05/31/18	ACA	Conference with Kenneth P. Silverman regarding continuing review of debtor's corporate books and records	0.20		125.00
05/31/18	KPS	Conference with Anthony C. Acampora regarding continuing review of debtor's corporate books and records	0.20		139.00
Subtotal			Litigation	13.40	\$8,301.00
For professional services rendered				57.00	\$31,177.50

Atty/Para Summary

<u>Name</u>	<u>Hours</u>	<u>Rate</u>	<u>Amount</u>
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066648	Committee Unsecured Creditors	Invoice # 127798	Page 8
Acampora, Anthony C.		0.00 0.00	\$0.00
Acampora, Anthony C.		11.50 625.00	\$7,187.50
Friedman, Ronald J		0.00 0.00	\$0.00
Friedman, Ronald J		31.40 585.00	\$18,369.00
Powers, Brian W.		11.30 350.00	\$3,675.00
Silverman, Kenneth P		0.00 0.00	\$0.00
Silverman, Kenneth P		2.80 695.00	\$1,946.00
Trust, Haley		0.00 0.00	\$0.00
		<u>57.00</u>	<u>\$31,177.50</u>

Disbursement Summary

\$0.00

Previous Balance	\$88,793.20
Balance due	<u><u>\$119,970.70</u></u>